

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
PHILIPS ANALYTICAL, INC.**

File Number C 133720

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: May 04, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Lamb*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows: **SECRETARY OF STATE
STATE OF IDAHO**

1. The name of the corporation is Philips Analytical, Inc.
2. The name which it shall use in Idaho is Philips Analytical, Inc.
3. It is incorporated under the laws of Massachusetts
4. Its date of incorporation is December 05, 1995
5. The address of its principal office is 12 Michigan Drive, Natick, MA 01760
6. The address to which correspondence should be addressed, if different from item 5, is c/o Philips Electronics North America, 1251 Avenue of the Americas, New York, NY 10020
7. The street address of its registered office in Idaho is 1401 Shoreline Drive
Boise, ID 83702 Corporation Service Company
, and its registered agent in Idaho at that address is _____

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached officers/directors rider		

Dated: February 7, 2000

Philips Analytical, Inc.

(Corporation name)

By Warren T. Oates, Jr.

Warren T. Oates, Jr.

Its Secretary

(specify capacity of signer)

Customer Acct # :

(If using pre-paid account)

IDAHO SECRETARY OF STATE
Secretary of State use only

05/04/2000 09:00
CK: 06323 CT: 74104 BH: 314942

1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

02/02/2000

Directors and Officers with Business Address

Philips Analytical, Inc.

<u>Director</u>	<u>Title</u>
William E. Curran	Director
Garrett A. G. Forde	Director
Warren T. Oates, Jr.	Director

<u>Officer</u>	<u>Title</u>
William E. Curran	Vice President
Paul S. Friedlander	Vice President
Warren T. Oates, Jr.	Vice President
Garrett A. G. Forde	Vice President and General Manager
Warren T. Oates, Jr.	Secretary
Philippe Chan	Controller
Lynne A. Bezikos	Assistant Secretary

William E. Curran

Business Address: 1251 Avenue of the Americas
New York, NY 10020-1104

Garrett A. G. Forde

Business Address: 12 Michigan Drive
Natick, MA 01760

Warren T. Oates, Jr.

Business Address: 1251 Avenue of the Americas
New York, NY 10020-1104

Paul S. Friedlander

Business Address: 1251 Avenue of the Americas
New York, NY 10020-1104

Philippe Chan

Business Address: 12 Michigan Drive
Natick, MA 01760

Lynne A. Bezikos

Business Address: 1251 Avenue of the Americas
New York, NY 10020



The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

April 28, 2000

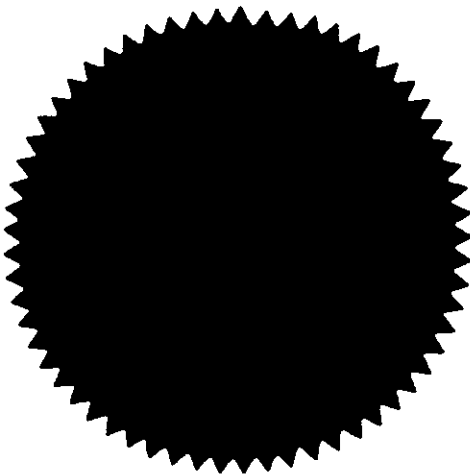
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

PHILIPS ANALYTICAL, INC.

is a domestic corporation organized on **December 5, 1995**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

