

# State of Idaho

## Department of State

### CERTIFICATE OF AUTHORITY OF

NCC KEY COMPANY  
File number C 110942

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of NCC KEY COMPANY for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to NCC KEY COMPANY to transact business in this State under the name NCC KEY COMPANY and attach hereto a duplicate original of the Application for such Certificate.

Dated: June 12, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Meryl DeVries*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

JUN 12 10 23 AM '95  
SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-10, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is NOC KEY COMPANY
2. The name which it shall use in Idaho is \_\_\_\_\_  
  
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is February 28, 1995 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, c/o C T Corporation System, Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different from that in Item 5. 200 Park Avenue - 33rd floor, New York, New York 10166
7. The street address of its proposed registered office in Idaho is 300 North 6th Street  
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:  
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.

(Continued on reverse)

Submit application and certificate of status to:

IDAHO SECRETARY OF STATE  
Office of the Secretary of State 19950612 0900 96450 2  
Division of Corporations CK #: 59510 CUST# 20164  
Statehouse, Room 203 CORP  
Boise, Idaho 83720 1@ 20.00= 20.00

Secretary of State use only

IDAHO SECRETARY OF STATE  
19950612 0900 96446 2  
CK #: 67089 CUST# 4567  
CORP  
1@ 120.00= 120.00



**NCC KEY COMPANY**

**LIST OF OFFICERS & DIRECTORS**

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<b><u>Name</u></b>	<b><u>Title</u></b>	<b><u>Address</u></b>
<b>RICHARD E. LUCEY</b>	<b>President &amp; Director</b>	<b>200 Park Avenue New York, NY 10166</b>
<b>JAMES J. JORDAN</b>	<b>Vice President &amp; Director</b>	<b>200 Park Avenue New York, NY 10166</b>
<b>MICHAEL D. FLYNN</b>	<b>Vice President, Secretary &amp; Director</b>	<b>200 Park Avenue New York, NY 10166</b>
<b>RICHARD F. KRAKOWSKI</b>	<b>Vice President, Treasurer &amp; Comptroller</b>	<b>200 Park Avenue New York, NY 10166</b>
<b>MARVA M. LEVINE</b>	<b>Asst. Secretary</b>	<b>200 Park Avenue New York, NY 10166</b>
<b>JOSEPH A. TOMITZ</b>	<b>Asst. Treasurer</b>	<b>200 Park Avenue New York, NY 10166</b>
<b>PATRICK DENTICO</b>	<b>Asst. Comptroller</b>	<b>200 Park Avenue New York, NY 10166</b>
<b>RICHARD WEISS</b>	<b>Asst. Comptroller</b>	<b>200 Park Avenue New York, NY 10166</b>
<b>MICHAEL J. SMALDONE</b>	<b>Asst. Comptroller</b>	<b>200 Park Avenue New York, NY 10166</b>

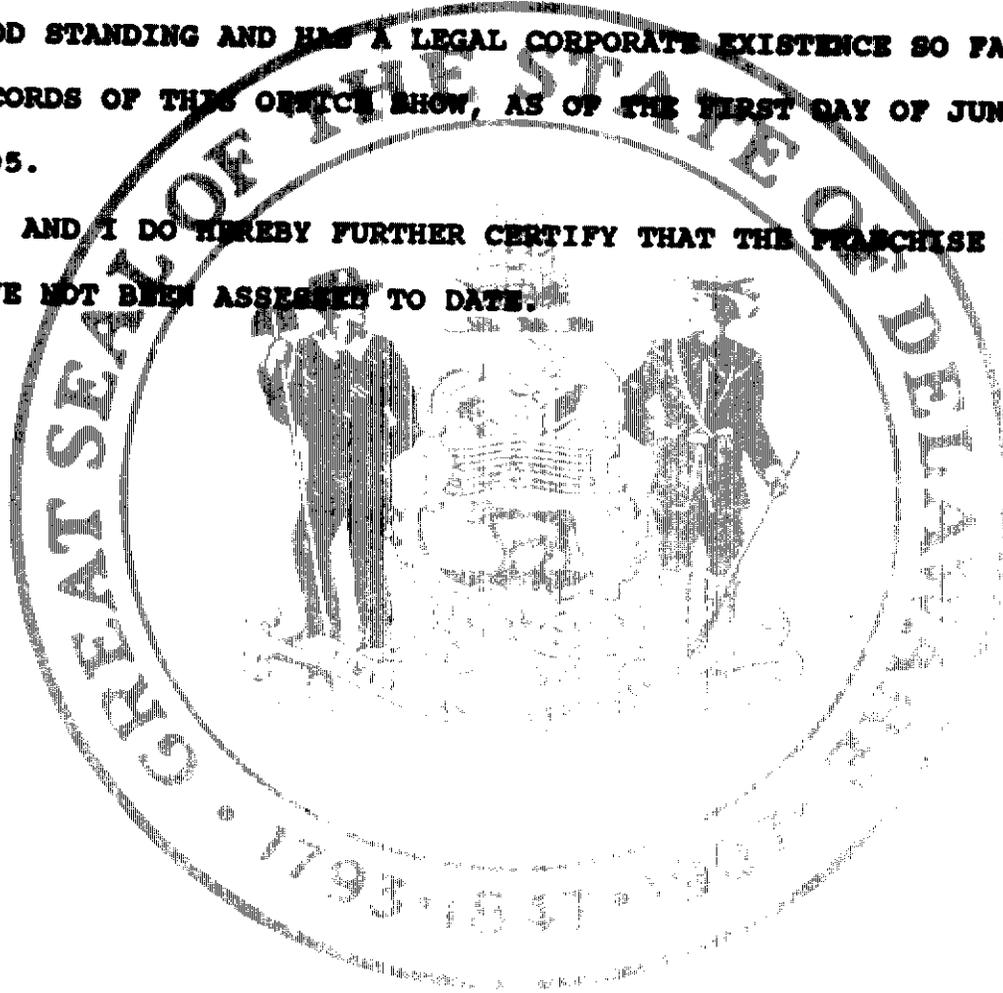
Office of the Secretary of State

JUN 12 10 23 AM '95

SECRETARY OF STATE  
STATE OF DELAWARE

EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NCC KEY COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF JUNE, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7523336  
DATE: 06-01-95