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Department of State.

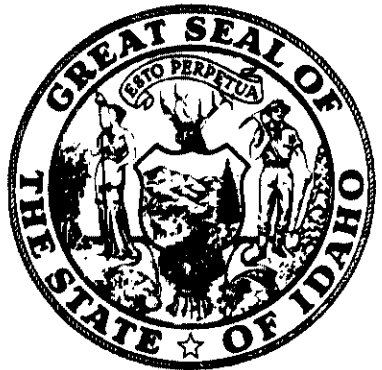
**CERTIFICATE OF AUTHORITY
OF**

CHI MOUNTAIN STATES OPERATIONS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ~~CHI MOUNTAIN STATES OPERATIONS, INC.~~ 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 CHI MOUNTAIN STATES OPERATIONS, INC. to transact business in this State under the name CHI MOUNTAIN STATES OPERATIONS, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated July 23, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, 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 CHI Mountain States Operations, Inc.

2. The name which it shall use in Idaho is CHI Mountain States Operations, Inc.

(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 July 10, 1990 and the period of its duration is perpetuity

5. The address of its principal office in the state or country under the laws of which it is incorporated is One Greenwich Plaza, Greenwich, CT 06830

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 85701

and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in any lawful act or activity for which corporations are qualified to transact business in Idaho.

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

Name	Office	Address
<u>Olof S. Nelson</u>	<u>President/Director</u>	<u>44 Patterson Avenue Greenwich, CT 06830</u>
<u>Michael I. Storch</u>	<u>Exec. Vice Pres./ Director</u>	<u>28 Deming Lane Stamford, CT 06930</u>
<u>Robert B. Milligan, Jr.</u>	<u>Secretary/Director</u>	<u>107 Long Shore Lane Madison, CT 06433</u>
<u>Patrick J. Danna</u>	<u>Treasurer/Asst. Secretary</u>	<u>20 Reservoir Place Belleville, NJ 07109</u>
<u>Michael J. Alessi, Sr.</u>	<u>Vice President Operations</u>	<u>14 Dover Eliot Road S. Berwick, ME 03908</u>
<u>Ram Sainani</u>	<u>Vice President Engineering</u>	<u>281 Rolling Ridge Norwalk, CT 06851</u>

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State of Delaware

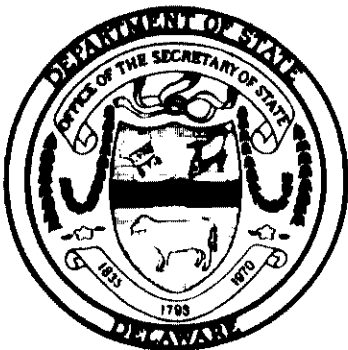


Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY CHI MOUNTAIN STATES OPERATIONS, INC. 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 DATE SHOWN BELOW.

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Michael Harkins
Michael Harkins, Secretary of State

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AUTHENTICATION:

DATE: 07/17/1990