

# *State of Idaho*

Office of the Secretary of State

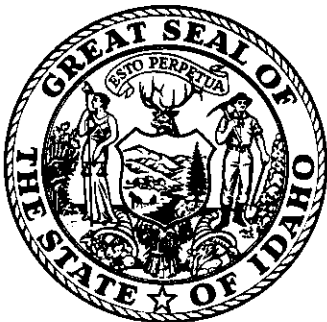
**CERTIFICATE OF AUTHORITY  
OF  
BROADWAY PREMIUM FUNDING CORP.**

File Number C 161858

I, BEN YSURSA, 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: 8 August 2005



*Ben Yursa*

SECRETARY OF STATE

By *Sally Lloyd*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

05 AUG -8 PM 3:35

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1 The name of the corporation is:

BROADWAY PREMIUM FUNDING CORP.

2 The name which it shall use in Idaho is:

Same

3 It is incorporated under the laws of: New York

4 Its date of incorporation is: 05/13/1999

5 The address of its principal office is:

100 Broadway, New York, NY 10005

6 The address to which correspondence should be addressed, if different from item 5, is:

7 The street address of its registered office in Idaho is: c/o C T Corporation System, 300 North 6th Street, Boise, ID 83702

and its registered agent in Idaho at that address is: C T Corporation System

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

Name

Office

Address

SEE ATTACHMENT

Dated: 7/8/05

Signature: [Signature]

Typed Name: Scot Feuerzeig

Capacity: Secretary

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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forms\appforauthority\_profit.pmf  
Revised 07/2002

IDAHO SECRETARY OF STATE  
08/08/2005 05:00  
CK: 93183 CT: 20168 BH: 905056  
1 @ 100.00 = 100.00 AUTH PRO # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

C161858

## **Exhibit A**

### **Officers**

<u>Name and Title</u>	<u>Business Address</u>	<u>City State Zip Code</u>
1) Louis J Caruso - President	100 Broadway	New York, NY 10005
2) Scot Feuerzeig - COO, Secretary, Senior Vice President	100 Broadway	New York, NY 10005
3) Servideo DeRama - Vice President, Treasurer	100 Broadway	New York, NY 10005

### **Board of Directors**

<u>Name</u>	<u>Business Address</u>	<u>City State Zip Code</u>
Koichiro Nakayama	600 Third Avenue	New York, NY 10016
John Degen	600 Third Avenue	New York, NY 10016
Yasuhiro Tsuji	600 Third Avenue	New York, NY 10016
HiroHiko Imura	600 Third Avenue	New York, NY 10016
Arnol Kaplan	100 Broadway	New York, NY 10005

**State of New York**  
**Department of State** } **ss:**

I hereby certify, that the Certificate of Incorporation of BROADWAY PREMIUM FUNDING CORP. was filed on 05/13/1999, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.



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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 05th day of August  
two thousand and five.*

A handwritten signature in black ink, appearing to read "R. A. D. S.", written over a horizontal line.

*Secretary of State*