

State of Idaho

Office of the Secretary of State

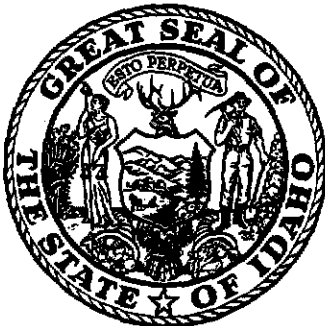
**CERTIFICATE OF AUTHORITY
OF
CHA, INC.**

File Number C 181651

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: January 22, 2009



Ben Yursa

SECRETARY OF STATE

By *Sheri Dehner*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

09 JAN 22 AM 10: 21

SECRETARY OF STATE
STATE OF IDAHO

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

- The name of the corporation is: CHA, Inc.
- The name which it shall use in Idaho is: CHA, Inc.
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 08/19/2008
- The address of its principal office is: 3 Winners Circle, Albany, NY 12205
- The address to which correspondence should be addressed, if different from item 5, is: _____
- The street address of its registered office in Idaho is: Corporation Sevice Company
and its registered agent in Idaho at that address is: 1401 Shoreline Drive, Suite 2, Boise, ID 83702
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Please see attached</u>	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: January 19, 2009

Signature: *Michael A. Platt*

Typed Name: Michael A. Platt

Capacity: Secretary
[The signer must be a director or an officer of the corporation.]

Customer Acct # : _____
(If using pre-paid account)

Secretary of State use only

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Revised 06/2005

IDAHO SECRETARY OF STATE
01/22/2009 05:00
CK: 111 CT: 233393 BH: 1153528
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Web Form

C181651

CHA, Inc.

Officers

Raymond J. Kinley, Jr.
Chief Executive Officer and President
3 Winners Circle
Albany, NY 12205

David R. Wahrlich, CPA
Executive Vice President, Chief Financial Officer
3 Winners Circle
Albany, NY 12205

William S. Lucarelli, PLS
Executive Vice President, Chief Operating Officer
3 Winners Circle
Albany, NY 12205

Larry V. Fairchild, PE
New York License No. 56352
Executive Vice President, Chief Engineering & Technical Officer
3 Winners Circle
Albany, NY 12205

Michael A. Platt, Esq.
Corporate Secretary, General Counsel
3 Winners Circle
Albany, NY 12205

Thomas D. Titsworth, Esq.
Assistant Secretary, Staff Attorney
3 Winners Circle
Albany, NY 12205

CHA, Inc. Board of Directors

Ira Starr
Chairman
600 5th Avenue
New York, NY 10020

Scott Hauncher
26700 Woodward Avenue
Royal Oak, MI 48067

Raymond J. Kinley, Jr.
3 Winners Circle
Albany, NY 12205

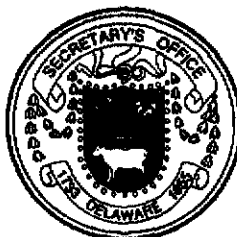
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHA, 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 SECOND DAY OF DECEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CHA, INC." WAS INCORPORATED ON THE NINETEENTH DAY OF AUGUST, A.D. 2008.



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081157650

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6996897

DATE: 12-02-08