

State of Idaho

Office of the Secretary of State

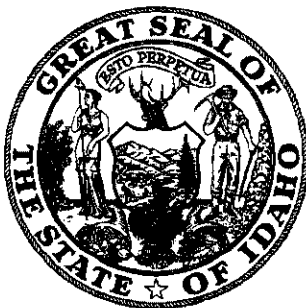
CERTIFICATE OF AUTHORITY OF

WILSON UTC, INC.
File number C 130988

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: November 1, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *B. Chant*

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:

1. The name of the corporation is Wilson UTC, Inc. 98 NOV -1 PM 2:31
2. The name which it shall use in Idaho is Wilson UTC, Inc.
3. It is incorporated under the laws of New York
4. Its date of incorporation is 3-5-69
5. The address of its principal office is 750 Walnut Lane, Cranford, New Jersey 07017
6. The address to which correspondence should be addressed, if different from item 5, is Same as Above
7. The street address of its registered office in Idaho is 1423 Tyrell Lane, Boise, Idaho 83701
, and its registered agent in Idaho at that address is National Registered Agents, Inc.
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Henrik Von Sydow</u>	<u>Director</u>	<u>750 Walnut Lane Cranford, NJ 07016</u>
<u>Admiral James Lyon (Ret.)</u>	<u>Director</u>	<u>750 Walnut Lane Cranford, NJ 07016</u>
<u>Lars Hellstrom</u>	<u>President</u>	<u>750 Walnut Lane Cranford, NJ 07016</u>
<u>Paul Genova</u>	<u>Vice President/ Secretary</u>	<u>750 Walnut Lane Cranford, NJ 07016</u>

Dated: 10/11/99

Wilson UTC, Inc.

(Corporation name)

By Paul Genova

Its Secretary

(specify capacity of signer)

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE

11/01/1999 09:00
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C130988

**State of New York
Department of State**

SS:

SENTRY-1 PM 2:31

STATE OF NEW YORK

I hereby certify, that the certificate of incorporation of WILSON UTC, INC. was filed on 03/05/1969, under the name of WILSON PROPERTIES, INCORPORATED, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in 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 a subsisting corporation.

A Certificate of Amendment WILSON PROPERTIES, INCORPORATED, changing name to THE WILSON GROUP USA, INC., was filed 03/19/1979.

A Certificate of Amendment THE WILSON GROUP USA, INC., changing name to WILSON UTC, INC., was filed 03/27/1991.

A Certificate of Amendment WILSON UTC, INC., changing name to WILSON USA, INC., was filed 02/14/1994.

A Certificate of Amendment WILSON USA, INC., changing name to WILSON UTC, INC., was filed 05/05/1994.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 06th day of October
one thousand nine hundred and
ninety-nine.*



Special Deputy Secretary of State