

State of Idaho

Department of State

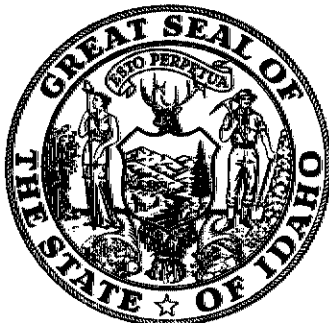
CERTIFICATE OF AUTHORITY OF

AMERICAN INSTITUTE FOR FOREIGN STUDY, INC.
File number C 107070

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of AMERICAN INSTITUTE FOR FOREIGN STUDY, 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 AMERICAN INSTITUTE FOR FOREIGN STUDY, INC. to transact business in this State under the name AMERICAN INSTITUTE FOR FOREIGN STUDY, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: July 21, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sonya Herold*

APPLICATION FOR CERTIFICATE OF AUTHORITY

JUL 21 2 59 PM '94

(Profit Corporation)

SECRETARY OF STATE

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 American Institute For Foreign Study, Inc.

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 8/14/73 and the period of its duration, if other than perpetual, is _____

5. The address of its principal office in the state or country under the laws of which it is incorporated is 102 Greenwich Avenue, Greenwich, CT 06830

6. The address to which correspondence should be addressed, if different than item 5, is _____

7. The street address of its proposed registered office in Idaho is _____
c/o The Prentice-Hall Corporation System, Inc.,
877 Main Street, Boise, Idaho 83702-5858, and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
To engage in any act or activity permitted by the laws of IDAHO for which the corporation may be organized under IDAHO law, including but not limited to the promotion of cultural exchanges.

(Continued on reverse)

Submit applications and certificate of status

Office of the Secretary of State
Division of Corporations

Secretary of State use only

IDAHO SECRETARY OF STATE

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CR #: 19098 COST: 2022

CORP

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

Name	Office	Address
----- See Attached -----		

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 7/6/94

American Institute For Foreign Study, Inc.
(Corporation name)

By Peter Lasalandra
Vice President (please specify)

and Robert Brennan
Its Secretary/Assistant Secretary (please specify)

STATE OF CONNECTICUT)
) ss:
 COUNTY OF FAIRFIELD)

I, MARGARET L. MAZZARELLA, a notary public, do hereby certify that on this 6th day of JULY, 19 94, personally appeared before me Peter Lasalandra, Robert Brennan, who being by me first duly sworn, declared that ~~they~~ ^{are} the VICE PRESIDENT/SECRETARY of American Institute For Foreign Study, Inc

that ~~she~~ ^{she} signed the foregoing documents as VICE PRESIDENT/SECRETARY of the corporation and that the statements therein contained are true.

Margaret L. Mazzarella
 Commissioner of Deeds
 State of Connecticut
 Commission Expires
 September 17, 1997

Margaret L. Mazzarella
 Notary Public

AMERICAN INSTITUTE FOR FOREIGN STUDY, INC.

LIST OF DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>	<u>TERM EXPIRES</u>
Cyril J.H. Taylor	37 Queen's Gate London, England	12/31/94
Robert J. Brennan	102 Greenwich Avenue Greenwich, CT 06830	12/31/94
Michael I. Eizenberg	19 Bay State Road Boston, MA 02115	12/31/94
Peter Lasalandra	102 Greenwich Avenue Greenwich, CT 06830	12/31/94

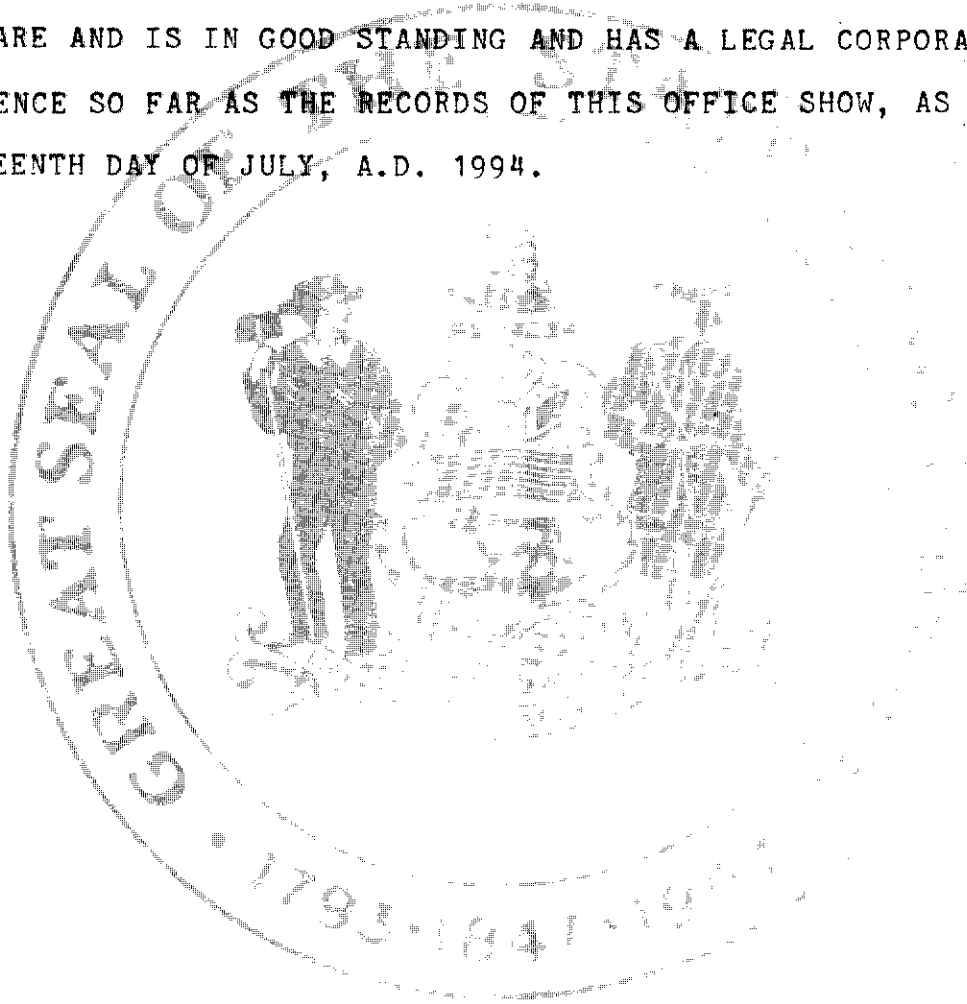
LIST OF OFFICERS

NAME AND ADDRESS	OFFICE
Cyril J. H. Taylor 37 Queen's Gate London, England SW7 5HR	Chairman, CEO
Robert J. Brennan 102 Greenwich Avenue Greenwich, CT 06830	President, Secretary
John S. Linakis 102 Greenwich Avenue Greenwich, CT 06830	Senior Vice President
Peter Lasalandra 102 Greenwich Avenue Greenwich, CT 06830	Senior Vice President, Treasurer

Office of the Secretary of State

Jul 21 2 59 PM '94

SECRETARY OF STATE EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN INSTITUTE FOR FOREIGN STUDY, 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 THIRTEENTH DAY OF JULY, A.D. 1994.



Edward J. Freel

SECRETARY OF STATE

AUTHENTICATION: 7178369

DATE: 07-13-94

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