



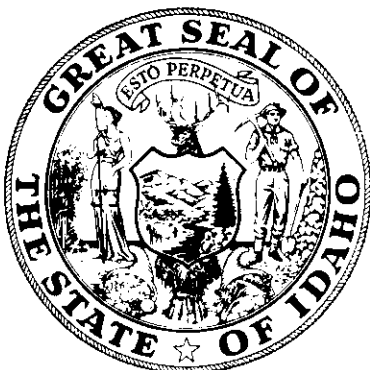
CERTIFICATE OF AUTHORITY
OF

CONTINENTAL CAN COMPANY, INC.

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

Dated **June 3, 1985**



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

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 CONTINENTAL CAN COMPANY, INC.
2. *The name which it shall use in Idaho is CONTINENTAL CAN COMPANY, INC.
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is September 13, 1984 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is Corporation Trust Center, 1209 Orange St., Wilmington, DE 19801
6. The address to which correspondence should be addressed, if different from that in item 5 51 Harbor Plaza, Box 90004, Stamford, Connecticut 06904-2004
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, 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 act or activity for which corporations may be incorporated under the Idaho Business Corporation Act.
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
	SEE ATTACHMENTS	

The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>10,000,000</u>	<u>Common</u>	<u>1.00</u>

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
8,000,000	Common	1.00

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

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated May 13, 19 85

CONTINENTAL CAN COMPANY, INC.

By Stephen Hermas
Stephen Hermas,
Its Vice - President

and Nicholas J. Sheppard
Nicholas J. Sheppard,
Its Assistant - Secretary

STATE OF Connecticut)
COUNTY OF Fairfield) ss:

I, KATHLEEN M. JONES, a notary public, do hereby certify that on this 13 day of May, 19 85, personally appeared before me Nicholas J. Sheppard, who being by me first duly sworn, declared that he is the Assistant Secretary of CONTINENTAL CAN COMPANY, INC.

that he signed the foregoing document as Assistant Secretary of the corporation and that the statements therein contained are true.

Kathleen M. Jones
Notary Public

KATHLEEN M. JONES
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1988

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

CONTINENTAL CAN COMPANY, INC.

<u>OFFICERS</u>	<u>TITLE</u>
1. Robert Philip Silver 816 West Road New Canaan, Ct. 06840	President
2. Stephen Bermas 9 Shelter Bay Drive Great Neck, N.Y. 11024	Vice President, General Counsel & Secretary
3. Harley Rankin, Jr. 66 Stanton Road Darien, Ct. 06820	Vice President, Chief Financial Officer & Treasurer
4. Nicholas J. Sheppard 9 Chatham Road Chappaqua, N.Y. 10514	Assistant Secretary

TERM OF OFFICE OF EACH EXPIRES ON: 3/26/86

The business address of all of the above is:

51 Harbor Plaza
Stamford, Connecticut 06904-2004

CONTINENTAL CAN COMPANY, INC.

DIRECTORS

Donald L. Sturm
1000 Kiewit Plaza
Omaha, NE 68131

Walter Scott, Jr.
1000 Kiewit Plaza
Omaha, NE 68131

David H. Murdock
10900 Wilshire Boulevard
Suite 1600
Los Angeles, CA 90024

Raymond F. Henze, III
98 Glenwood Drive
Greenwich, CT 06830

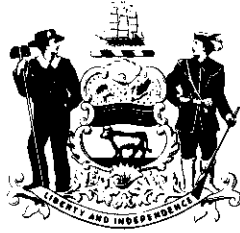
Donald J. Donahue
Meads Point
Greenwich, CT 06830

Robert Philip Silver
816 West Road
New Canaan, CT 06840

TERM OF OFFICE OF EACH EXPIRES ON: 3/26/86

The business address of all of the above is:

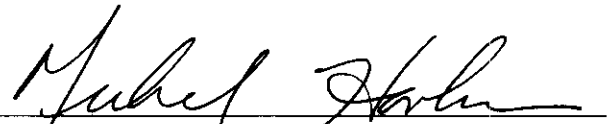
51 Harbor Plaza
Stamford, CT 06904-2004



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY CONTINENTAL CAN COMPANY, 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, Secretary of State

AUTHENTICATION: 10493668

DATE: 05/07/1985

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