

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

650 MANAGEMENT CORP.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of 650 MANAGEMENT CORP. 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 650 MANAGEMENT CORP. to transact business in this State under the name 650 MANAGEMENT CORP. and attach hereto a duplicate original of the Application for such Certificate.

Dated: October 18, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ara Suik*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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 650 Management Corp.

2. The name which it shall use in Idaho is 650 Management Corp.

(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 New Jersey

4. The date of its incorporation is August 25, 1983 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 650 CIT Drive, Livingston, New Jersey, 07039

6. The address to which correspondence should be addressed, if different from that in item 5.

The CIT Group/Business Credit, Inc., 1211 Avenue of The Americas, N.Y.
N.Y. 10036

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 conduct any business for which the Corporation is engaged.

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

Name	Office	Address
(See Copy Attached)		

IDAHO SECRETARY OF STATE

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Address

James Robert Reed
Notary Public

650 MANAGEMENT CORP.
(New Jersey)

<u>OFFICERS/DIRECTORS</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Emmanuel Darmanin	President & Director	1211 Avenue of The Americas, N.Y., N.Y. 10036
Gary Prager	Vice President & Director	1211 Avenue of The Americas, N.Y., N.Y. 10036
Michael J. Cleary	Secretary & Director	1211 Avenue of The Americas, N.Y., N.Y. 10036
Benjamin Landriscina	Treasurer & Director	1211 Avenue of The Americas, N.Y., N.Y. 10036

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SEC. OF STATE
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NEW JERSEY SECRETARY OF STATE

650 MANAGEMENT CORP.

I, THE SECRETARY OF STATE OF THE STATE OF NEW JERSEY, DO HEREBY CERTIFY THAT THE RECORDS OF THIS OFFICE SHOW THAT THE CHARTER OF THE ABOVE-NAMED CORPORATION WAS FILED IN THIS OFFICE ON AUG. 25, 1983.

I FURTHER CERTIFY, THAT SO FAR AS THE RECORDS OF THIS OFFICE SHOW, SAID CORPORATION HAS NEVER BEEN DISSOLVED BY ACTION OF ITS STOCKHOLDERS, NOR HAS ITS CHARTER BEEN VOIDED FOR NON-PAYMENT OF STATE TAXES BY PROCLAMATION AND NOW CONTINUES AS AN EXISTING CORPORATION WITHIN THE STATE OF NEW JERSEY. AT THE TIME OF THE ISSUANCE OF THIS CERTIFICATE, ANNUAL REPORTS ARE CURRENT.

I FURTHER CERTIFY, THAT THE LOCATION OF THE REGISTERED OFFICE IS

28 WEST STATE STREET
TRENTON

NJ 08608

AND THE REGISTERED AGENT IS THE CORPORATION TRUST COMPA.

OCT. 12, 1993

Daniel J. Malton

