

State of Idaho

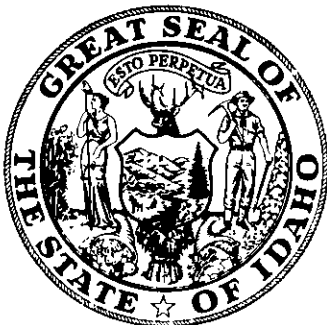
Department of State

CORPORATION REINSTATEMENT CERTIFICATE

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, do hereby certify that **FAB CAPITAL CORPORATION**, file number **C 14072**, a corporation organized under the laws of the State of Idaho, was administratively dissolved on February 10, 1999, for failure to file the required annual report form by the date due.

I FURTHER CERTIFY That the corporation has on March 11, 1999, been reinstated on the records of this office, and that its corporate powers or its right to do business in the State of Idaho are hereby restored.

Dated: March 11, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By

Kemi Kirsch

**APPLICATION FOR REINSTATEMENT**

To the SECRETARY OF STATE, STATE OF IDAHO

FILED

99 MAR 11 AM 11:36

1. The name of the Idaho corporation / limited liability company applying for reinstatement following administrative dissolution or forfeiture is: PAB CAPITAL CORPORATION SECRETARY OF STATE
STATE OF IDAHO

2. The date of its incorporation / organization was: December 19, 1922

3. The corporation / limited liability company hereby applies for reinstatement.

4. This application is accompanied by a current annual report, appointment of registered agent, or articles of amendment extending existence, as appropriate, and a filing fee of \$30.00.

Signature: Judith L. [Signature]Capacity/Title: SECRETARYDate: 3/10/99

Secretary of State use only

C 14072

IDAHO SECRETARY OF STATE

03/11/1999 09:00
CK: 282 CT: 97387 BH: 196128

1 @ 30.00 = 30.00 CORP REINS # 2

FAB

Capital Markets, Inc.

99 MAR 19 AM 10:14

SECRETARY OF STATE
STATE OF IDAHO

March 17, 1999

Idaho Secretary of State's Office
700 West Jefferson, Basement West
Boise, ID 83720-0080

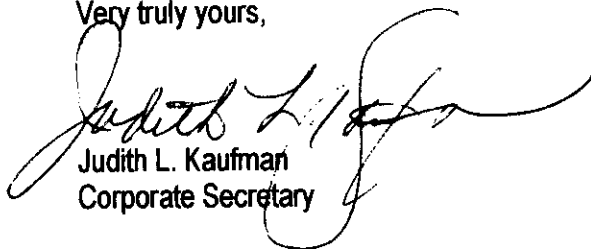
To Whom It May Concern:

Please accept this letter as your authority to allow FAB Capital Corporation to use 'FAB Capital' as the name of their company.

As a point of information, FAB Capital Corporation is our parent company.

Thank you for your assistance in reinstating FAB Capital Corporation.

Very truly yours,



Judith L. Kaufman
Corporate Secretary

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She

SHOSHANA R. KALMAN
Notary Public, State of New York
No. 6142003888
Qualified in Queens County
Commission Expires Dec. 14, 2000

50 Broadway, 14th floor
New York, NY 10004
(212) 785-5000 facsimile (212) 785-3232