

State of Idaho

Office of the Secretary of State

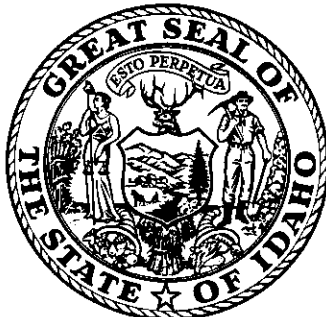
**CERTIFICATE OF AUTHORITY
OF
LEHMAN BROTHERS INC.**

File Number C 164241

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is 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 and attach hereto a duplicate of the application for such certificate.

Dated: 30 December 2005



Ben Yursa
SECRETARY OF STATE

By *Kristen Witt*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2005 DEC 30 AM 8:56

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

Lehman Brothers Inc.

2. The name which it shall use in Idaho is: Lehman Brothers Inc.

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 1/21/1965

5. The address of its principal office is:

745 7th Ave. New York, New York 10019

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

7. The street address of its registered office in Idaho is: 1401 Shoreline Dr. Ste. 2, Boise, ID 83702

and its registered agent in Idaho at that address is: Prentice-Hall Corp. System

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

Name	Office	Address
<u>Richard S. Fuld</u>	<u>President</u>	<u>745 7th Ave. New York, NY 10019</u>
<u>Barry J. O'Brien</u>	<u>Vice President</u>	<u>70 Hudson St. Jersey City, NJ 07302</u>
<u>Jeffrey A. Welikson</u>	<u>Secretary</u>	<u>745 7th Ave. New York, NY 10019</u>
<u>Ian T. Lowitt</u>	<u>Treasurer</u>	<u>745 7th Ave. New York, NY 10019</u>
_____	_____	_____
_____	_____	_____

Dated: 9/27/05

Signature: Barry J. O'Brien

Typed Name: Barry J. O'Brien

Capacity: Vice President

[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 06/2005

IDAHO SECRETARY OF STATE
12/30/2005 05:00
CK: 1845917 CT: 195459 BH: 929381
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Web Form

C164241

Delaware

PAGE 1

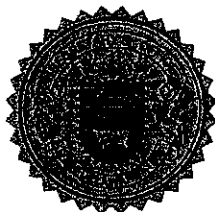
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LEHMAN BROTHERS 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 TWENTY-NINTH DAY OF NOVEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "LEHMAN BROTHERS INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF JANUARY, A.D. 1965.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4327567

DATE: 11-29-05