

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF UNISON TRANSFORMER SERVICES, INC.

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

Dated April 1, 1988



Pete T. Cenarrusa
SECRETARY OF STATE

Sandra M. Mauley
Corporation Clerk

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 UNISON Transformer Services, Inc.

2. The name which it shall use in Idaho is UNISON Transformer Services, Inc.

(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 June 28, 1985 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 c/o CT Corporation System, 1209 Orange Street, Wilmington, DE 19801

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

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 lawful act or activity for which corporations may be organized under the law of Idaho, including but not limited to the servicing, reclassification, disposal and destruction of electrical apparatus and other equipment containing PCBs and removal and destruction of such PCBs.

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

Name	Office	Address
<u>D. M. Reilly</u>	<u>President & Director</u>	<u>1338 Hundred Oaks, Charlotte, NC 28210</u>
<u>F. J. Graham</u>	<u>Vice President</u>	<u>1338 Hundred Oaks, Charlotte, NC 28210</u>
<u>J. MacDonald</u>	<u>Secretary</u>	<u>39 Old Ridgebury Rd., Danbury, CT 06817</u>
<u>R. A. Bose</u>	<u>Treasurer</u>	<u>39 Old Ridgebury Rd., Danbury, CT 06817</u>
<u>E. V. Lower, III</u>	<u>Director</u>	<u>39 Old Ridgebury Rd., Danbury, CT 06817</u>
<u>P. A. Cammarano</u>	<u>Director</u>	<u>39 Old Ridgebury Rd., Danbury, CT 06817</u>

(continued on reverse)

Name	Office	Address
W. H. Joyce	Director	39 Old Ridgebury Rd., Danbury, CT 0681
M. A. Kessinger	Director	39 Old Ridgebury Rd., Danbury, CT 0681

- 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, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: January 22, 1988

UNISON Transformer Services, Inc.

(Corporation Name)

By [Signature]
 Its President/Vice President (please specify)
F. J. Graham, Vice President

and [Signature]
 Its Secretary/ Assistant Secretary (please specify)
J. Macdonald, Secretary

STATE OF NC)
 COUNTY OF Meck.)

J. Macdonald, Secretary)
) as:

I, Elaine Nelms, a notary public, do hereby certify that on this 25th day of January, 19 88, personally appeared before me F. J. Graham, who being by me first duly sworn, declared that (s)he is the Vice President of UNISON Transformer Services, Inc.

that (s)he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Elaine Nelms
 Notary Public

State of Delaware

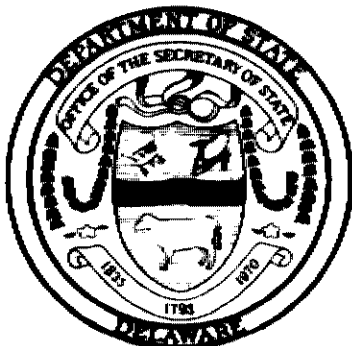


Apr 1 9 08 AM '88
SECRETARY OF STATE

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY UNISON TRANSFORMER SERVICES, 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
Michael Harkins, Secretary of State

AUTHENTICATION: !1637680
DATE: 03/28/1988