

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY

OF

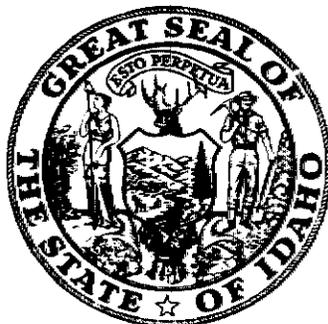
650 MANAGEMENT CORP.

File Number C 123992

I PETE T. CENARRUSA, 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: May 8, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By

Alice Hartley

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

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

- The name of the corporation is 650 Management Corp.
- The name which it shall use in Idaho is 650 Management Corp.
- It is incorporated under the laws of New Jersey
- Its date of incorporation is August 25, 1983
- The address of its principal office is 650 CIT Drive, Livingston, NJ 07039
- The address to which correspondence should be addressed, if different from item 5, is c/o The CIT Group, Inc. (NJ), Tax Department
- The street address of its registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and its registered agent in Idaho at that address is CT Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
(See Copy Attached)		

Dated: 5/4/98
650 Management Corp.
 (Corporation name)

By Kathleen Kavanney

Its Assistant Vice President
 (specify capacity of signer)

SECRETARY OF STATE
STATE OF IDAHO

98 MAY -8 AM 10:34

FILED

Customer Acct #: _____
 (if using pre-paid account)

Secretary of State use only

g:\forms\mca\appm Revised 7/97

IDAHO SECRETARY OF STATE
 05/08/1998 09:00
 CK: 48298 CT: 98396 BN: 100620
 1 @ 100.00 = 100.00 AUTH PRO
 1 @ 20.00 = 20.00 EXPEDITE C
 C 123992

650 MANAGEMENT CORP.
As of 12/1/97

OFFICERS

<u>NAME</u>	<u>SOCIAL SECURITY #</u>	<u>BUSINESS ADDRESS</u>
William M. O'Grady Pres. & CEO 1006 Buckingham Way Yardley, PA 19067	201-30-7789	650 CIT Drive Livingston, NJ 07039
Paul W. Scharpf Vice President 20 Tudur Road Hicksville, NY 11801	132-34-3800	650 CIT Drive Livingston, NJ 07039
Ernest D. Stein Secretary 9 Country Club Lane Marlboro, NJ 07746	131-32-2404	650 CIT Drive Livingston, NJ 07039
Joseph M. Leone Treasurer 978 Arapaho Trail Franklin Lakes, NJ 07417	061-44-7207	650 CIT Drive Livingston, NJ 07039
Corinne M. Taylor Asst. Secretary & Asst. Treasurer 77 Colt Road Summit, NJ 07901	141-38-5313	650 CIT Drive Livingston, NJ 07039
Edward J. Kane Attorney-In-Fact 70 Susan Lane Circleville, NY 10919	100-40-8943	650 CIT Drive Livingston, NJ 07039
Kathleen Nassaney Attorney-In-Fact 43 Sherbrook Dr. Rockaway, NJ 07866	155-64-0531	650 CIT Drive Livingston, NJ 07039

650 MANAGEMENT CORPORATION
AS OF 12/1/97

DIRECTORS

<u>NAME</u>	<u>SOCIAL SECURITY #</u>	<u>BUSINESS ADDRESS</u>
William M. O'Grady Pres. & CEO 1006 Buckingham Way Yardley, PA 19067	201-30-7789	650 CIT Drive Livingston, NJ 07039
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372/30

**STATE OF NEW JERSEY
DEPARTMENT OF STATE
SHORT FORM STANDING**

650 MANAGEMENT CORP.

I, the Secretary of State of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on August 25, 1983.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

*The Corporation Trust Co
820 Bear Tavern Road
Trenton, NJ 08628*

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF STATE
SHORT FORM STANDING

650 MANAGEMENT CORP.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
5th day of May, 1998

Lonna R Hooks

LONNA R HOOKS
Secretary of State