

State of Idaho

Office of the Secretary of State

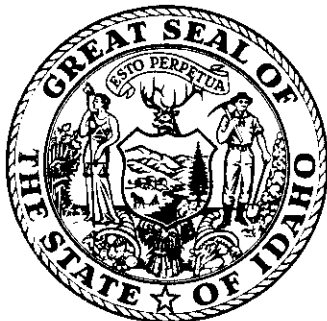
**CERTIFICATE OF AUTHORITY
OF
CITIGROUP TECHNOLOGY, INC.**

File Number C 153870

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: 29 March 2004



Ben Yursa

SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

04 MAR 29 AM 11:38

The undersigned Corporation applies for a Certificate of Authority and states as follows **SECRETARY OF STATE
STATE OF IDAHO**

1. The name of the corporation is:

Citigroup Technology, Inc.

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 02/12/1982

5. The address of its principal office is:

1919 Park Avenue, Weehawken, NJ 07086

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: c/o C T Corporation System, 300 North 6th Street, Boise, Idaho 83702

and its registered agent in Idaho at that address is: C T Corporation System

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

| Name | Office | Address |
|----------------------------|---------------------------|--|
| <u>Deborah Hopkins</u> | <u>Chairman</u> | <u>399 Park Avenue New York, NY 10043</u> |
| <u>Michael Stiglianese</u> | <u>VP and Comptroller</u> | <u>399 Park Avenue New York, NY 10043</u> |
| <u>Patricia Foster</u> | <u>VP and Treasurer</u> | <u>1919 Park Avenue Weehawken, NJ 07086</u> |
| <u>Edward Niehoff</u> | <u>VP and Secretary</u> | <u>909 Third Avenue New York, NY 10043</u> |
| <u>Thomas J. Sanzone</u> | <u>Director</u> | <u>388 Greenwich Street New York, NY 10013</u> |
| <u>Peter Fischer</u> | <u>Director</u> | <u>388 Greenwich Street New York, NY 10013</u> |

Dated: 3/18/04

Signature: *Patricia Foster*

Typed Name: Patricia Foster

Capacity: Treasurer

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
03/29/2004 05:00
CK: 91330 CT: 20168 BH: 735994
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C153870

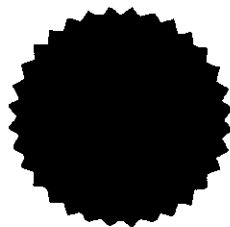
Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CITIGROUP TECHNOLOGY, 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 MARCH, A.D. 2004.

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

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
REGISTRATION: 5017381

DATE: 03-29-04