

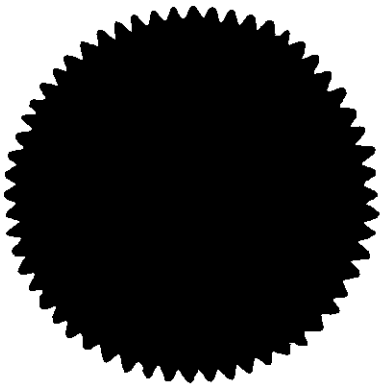
State of Delaware



Office of Secretary of State.

I, Elisha C. Dukes, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Ownership of the "LEASCO DATA PROCESSING EQUIPMENT CORPORATION", a corporation organized and existing under the laws of the State of Delaware, merging the "IDEAL LEASING CORPORATION", a corporation organized and existing under the laws of the State of New York, pursuant to Section 253 of the General Corporation Law of the State of Delaware, as received and filed in this office the twenty-ninth day of September, A.D. 1966, at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this sixth day
of October in the year of our Lord
one thousand nine hundred and sixty-six.



Elisha C. Dukes

Secretary of State

A. L. Rowne

Ass't Secretary of State

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

IDEAL LEASING CORPORATION

INTO

LEASCO DATA PROCESSING EQUIPMENT CORPORATION

* * * * *

LEASCO DATA PROCESSING EQUIPMENT CORPORATION, a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 24th day of June, 1965, pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns all of the outstanding shares of the stock of IDEAL LEASING CORPORATION, a corporation incorporated on the 17th day of January, 1961, pursuant to the Stock Corporation Law of the State of New York.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted at a meeting held on the 25th day of August, 1966, determined to and did merge into itself said IDEAL LEASING CORPORATION:

RESOLVED, that LEASCO DATA PROCESSING EQUIPMENT CORPORATION merge, and it hereby does merge into itself said IDEAL LEASING CORPORATION, and assumes all of its obligations; and

FURTHER RESOLVED, that the merger shall become effective on September 30, 1966.

FURTHER RESOLVED, that the proper officers of this corporation be and they hereby are directed to make and execute, under the corporate seal of this corporation, a Certificate of

Ownership and Merger setting forth a copy of the resolutions to merge said IDEAL LEASING CORPORATION and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed, in the manner provided by law, and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said merger.

IN WITNESS WHEREOF, said LEASCO DATA PROCESSING EQUIPMENT CORPORATION has caused its corporate seal to be affixed and this certificate to be signed by SAUL STEINBERG, its President and JULIUS STEINBERG, its Secretary, this 26th day of September 1966.

LEASCO DATA PROCESSING EQUIPMENT CORPORATION

By Saul Steinberg
Saul Steinberg, President

By Julius Steinberg
Julius Steinberg, Secretary

LEASCO DATA PROCESSING EQUIPMENT CORPORATION
CORPORATE SEAL
DELAWARE
1966

STATE OF NEW YORK)
 : ss.:
COUNTY OF NASSAU)

BE IT REMEMBERED that on this 26th day of September 1966, personally came before me, *Norma Gordon* a Notary Public in and for the County and State aforesaid SAUL STEINBERG, President of LEASCO DATA PROCESSING EQUIPMENT CORPORATION, a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said SAUL STEINBERG as such President, duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing certificate are in the handwriting of the said President and Secretary of said corporation respectively, and that the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

Norma Gordon

Notary Public

NORMA GORDON
NOTARY PUBLIC
STATE OF NEW YORK

NORMA GORDON
NOTARY PUBLIC, State of New York
No. 24-6600175
Qualified in Kings County
and filed in Nassau County
Commission Expires March 30, 1968