

# State of Idaho

## Department of State

### CERTIFICATE OF AUTHORITY OF

AIG ENVIRONMENTAL MANAGEMENT, INC.

File number C 110528

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

Dated: May 9, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By

*L. D. Smith*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

9 10 57 AM '95  
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 AIG Environmental Management, Inc.
2. The name which it shall use in Idaho is \_\_\_\_\_  
(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 3/16/95 and the period of its duration, if other than perpetual, is \_\_\_\_\_
5. The address of its principal office in the state or country under the laws of which it is incorporated is 32 Loockerman Square, Suite L-100, Dover, Delaware 19904
6. The address to which correspondence should be addressed, if different than item 5, is 72 Wall Street, New York, NY 10270
7. The street address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc., 877 Main Street, Boise, Idaho 83702-5858, and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: To provide environmental management services and to engage in any other business allowable under to laws of the state of Idaho.

(Continued on reverse)

Submit applications and certificate of status

Office of the Secretary of State  
Division of Corporations

Secretary of State use only

IDAHO SECRETARY OF STATE  
19950509 0900 87749 2  
CK #: 97532 CUST# 1135  
CORP  
1@ 100.00= 100.00

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

Name	Office	Address
Charles G. Benda	Director & President	72 Wall Street, New York, NY 10270
Arnold J. Goldberg	Director & Chairman of the Board	72 Wall Street, New York, NY 10270
Steven J. Werner	Director & Sr. Vice President	2005 Market St., Philadelphia, PA 19103
Michael J. Davis	Comptroller	72 Wall Street, New York, NY 10270
William N. Dooley	Treasurer	72 Wall Street, New York, NY 10270
Elizabeth M. Tuck	Secretary	70 Pine Street, New York, NY 10270
Elizabeth C. Takacs	Assistant Secretary	70 Pine Street, New York, NY 10270

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, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 25, 1995

AIG Environmental Management, Inc.

By Charles G. Benda (Corporation name)  
Its President/Vice-President (please specify):  
and Elizabeth M. Tuck  
Its Secretary/Assistant Secretary (please specify)

STATE OF New York )  
 ) ss:  
COUNTY OF New York )

I, Elizabeth Takacs, a notary public, do hereby certify that on  
this 25<sup>th</sup> day of April, 19 95, personally appeared before  
me Elizabeth M. Tuck, who being by me first duly sworn, declared that (s)he  
is the Secretary of AIG Environmental Management, Inc.

that (s)he signed the foregoing documents as Secretary of the corporation and that  
the statements therein contained are true.

Elizabeth Takacs  
Notary Public

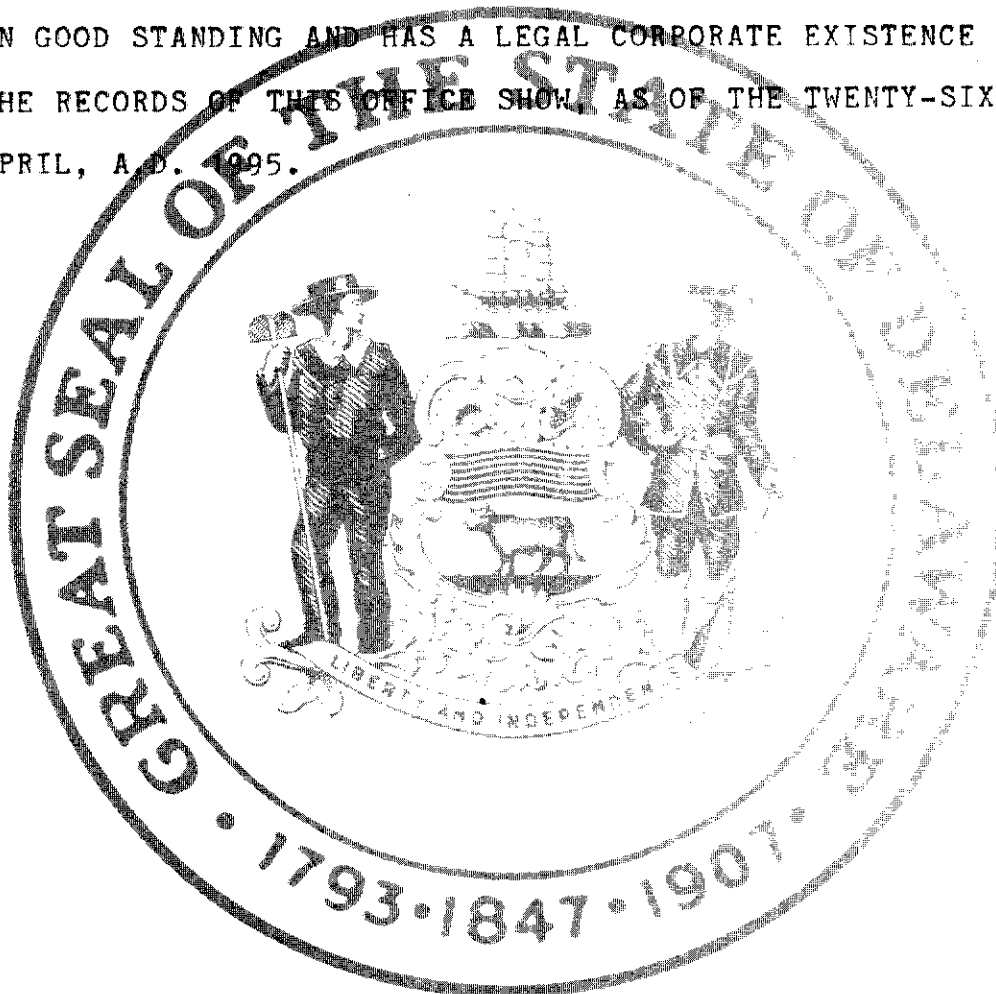
ELIZABETH TAKACS  
NOTARY PUBLIC, State of New York  
No. 5009129  
Qualified in Nassau County  
Commission Expires March 8, 19 97

**Office of the Secretary of State**

MAY 9 10 57 AM '95

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF  
SECRETARY OF STATE

DELAWARE, DO HEREBY CERTIFY "AIG ENVIRONMENTAL MANAGEMENT, 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-SIXTH DAY  
OF APRIL, A.D. 1995.



A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 7484991

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DATE: 04-26-95