

State of Idaho

Department of State

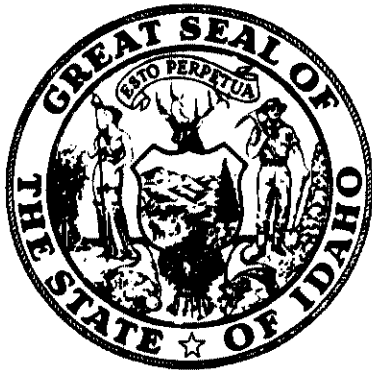
CERTIFICATE OF AUTHORITY OF

HARROW PRODUCTS, INC.

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

Dated December 28, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth Zavala

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:

DEC 10 11 14 AM '80
SECRETARY OF STATE

1. The name of the corporation is Harrow Products, Inc.

2. The name which it shall use in Idaho is Harrow Products, 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 July 25, 1979 and the period of its duration is Indefinite

5. The address of its principal office in the state or country under the laws of which it is incorporated is 229 South State Street, Dover, Delaware

6. The address to which correspondence should be addressed, if different from that in item 5. 2627 East Beltline, SE, Grand Rapids, MI 49546

7. The street address of its proposed registered office in Idaho is 702 W. Idaho, Boise, Idaho 83702, and the name of its proposed registered agent in Idaho at that address is Patrick D. Costello

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: To engage in general business pursuits

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

Name	Office	Address
SEE ATTACHED LISTING		

(continued on reverse)

Name	Office	Address

- 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: December 3, 1990

Harrow Products, Inc.
 (Corporation Name)

By John S. Hogan **John S. Hogan, Vice President/Secretary**
 Its President/ Vice President (please specify)

and Stephen T. Wentworth **Stephen T. Wentworth, Corporate Controller**
 Its Secretary/ Assistant Secretary (please specify)

STATE OF Michigan)
) ss:
 COUNTY OF Kent)

I, Joyce W. Simonsen, a notary public, do hereby certify that on this 3rd day of December, 19 90, personally appeared before me John S. Hogan, who being by me first duly sworn, declared that (s)he is the Vice President/Secretary of Harrow Products, Inc.

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

Joyce W. Simonsen
 Notary Public

JOYCE W. SIMONSEN
 Notary Public, Kent County, MI
 My Commission Expires January 3, 1992

**HARROW PRODUCTS, INC.
LISTING OF OFFICERS AND DIRECTORS
September 20, 1990**

<u>Title</u>	<u>Name</u>	<u>Business Address</u>	<u>Residence Address</u>
President & Director	Philip A. Uzielli	Harrow Products, Inc. 540 Madison Avenue New York, NY 10022	28 East 63rd Street New York, NY 10021
Vice President & Director	George L. Ohrstrom	Harrow Products, Inc. 540 Madison Avenue New York, NY 10022	Whitewood The Plains, VA 22171
Vice President & Director	E. Douglas Kenna	Harrow Products, Inc. 540 Madison Avenue New York, NY 10022	11340 Old Harbour Road North Palm Beach, FL 33408
Executive Vice President	Larry L. Adams	Harrow Products, Inc. 2627 E. Beltline, S.E. Grand Rapids, MI 49546	2744 Briarwood Place Bethlehem, PA 18017
Vice President Treasurer & Secretary	John S. Hogan	Harrow Products, Inc. 2627 E. Beltline, S.E. Grand Rapids, MI 49546	6617 W. Riverwoods Ct. Rockford, MI 49431
Corporate Controller	Stephen Wentworth	Harrow Products, Inc. 2627 E. Beltline, S.E. Grand Rapids, MI 49546	1417 Sherwood Dr. S.E. Grand Rapids, MI 49506
Assistant Secretary	Kenneth N. LaVine	Curtis, Mallet-Prevost, Colt & Mosle 101 Park Avenue New York, NY 10178	13219 Sand Grouse Ct. Palm Beach Gardens, FL 33418
Assistant Secretary	John N. Marden	Curtis, Mallet-Prevost, Colt & Mosle 101 Park Avenue New York, NY 10178	74 High Ridge Road Hartsdale, NY 10530
Director	Donald G. Calder	Harrow Products, Inc. 540 Madison Avenue New York, NY 10022	164 East 72nd Street New York, NY 10021

DEC 28 8 34 AM '90
SECRETARY OF STATE
STATE OF IDAHO



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY HARROW PRODUCTS, 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: 12892841

DATE: 12/18/1990