

# State of Idaho

Office of the Secretary of State

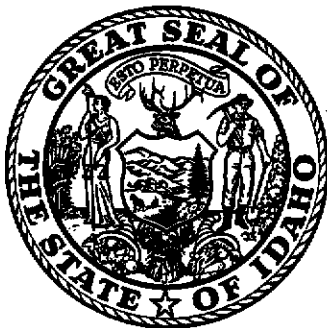
**CERTIFICATE OF AUTHORITY  
OF  
SKCG GROUP, INC.**

File Number C 187240

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: May 17, 2010



*Ben Yursa*

SECRETARY OF STATE

By

*Dinda McQuary*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit) (Instructions on Back of Application)

10 MAY 17 AM 9:56 1166/ID/CLM

SECRETARY OF STATE STATE OF IDAHO

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

- 1. The name of the corporation is: SKCG Group, Inc.
2. The name which it shall use in Idaho is:
3. It is incorporated under the laws of: New York
4. Its date of incorporation is: 03/22/1967
5. The address of its principal office is: 123 Main St. 14th Floor, White Plains, NY 10601-3114
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: 1401 Shoreline Dr. Ste. 2, Boise, ID 83702 and its registered agent in Idaho at that address is: Corporation Service Company
8. The names and respective business addresses of its directors and officers are:

Table with 3 columns: Name, Office, Address. Rows include Thomas R. Kozera (President & CEO), Richard S. Canter (Secretary & COO), David A. Parker (Treasurer & Managing Director), Sheila M. Conley (Managing Director), and Thomas M. Sternberg (Chairman of the Board).

Dated: May 6, 2010.
Signature: Thomas R. Kozera
Typed Name: Thomas R. Kozera
Capacity: President & CEO
[The signer must be a director or an officer of the corporation.]

Customer Acct #:
Secretary of State use only
IDAHO SECRETARY OF STATE
05/18/2010 05:00
CK: 188540 CT: 178214 BH: 1222758
1 @ 100.00 = 100.00 AUTH PRO # 2

C187240

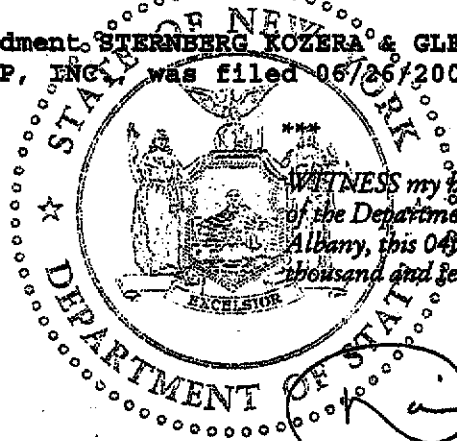
**State of New York**  
**Department of State** } ss:

I hereby certify, that the Certificate of Incorporation of SKCG GROUP, INC. was filed on 03/22/1967, under the name of ROBERT H. STERNBERG, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment ROBERT H. STERNBERG, INC., changing its name to STERNBERG AGENCY, INC., was filed 09/21/1978.

A Certificate of Amendment STERNBERG AGENCY, INC., changing its name to STERNBERG KOZERA & GLEICHER, INC., was filed 02/21/1991.

A Certificate of Amendment STERNBERG KOZERA & GLEICHER, INC., changing its name to SKCG GROUP, INC., was filed 06/26/2002.



WITNESS my hand and the official seal  
of the Department of State at the City of  
Albany, this 04th day of May two  
thousand and ten.

*[Signature]*  
First Deputy Secretary of State