

# State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY  
OF  
HALCROW, INC.**

File Number C 183239

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 22, 2009



*Ben Yursa*  
SECRETARY OF STATE

By

*[Signature]*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

09 MAY 22 AM 10: 24

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

SECRETARY OF STATE  
STATE OF IDAHO

- The name of the corporation is: Halcrow, Inc.
- The name which it shall use in Idaho is: Halcrow Inc.
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 11/18/2004
- The address of its principal office is: 22 Cortlandt Street-31st FL, New York, NY 10007
- The address to which correspondence should be addressed, if different from item 5, is: \_\_\_\_\_
- The street address of its registered office in Idaho is: 1111 W Jefferson, Suite 530, Boise, ID 83702  
and its registered agent in Idaho at that address is: CT Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Michael Della Rocca</u>	<u>Director - President</u>	<u>22 Cortlandt St-31stFl, New York, NY 100</u>
<u>M. Colleen Brennan</u>	<u>Director - Treasurer</u>	<u>22 Cortlandt St-31stFl, New York, NY 100</u>
<u>Helga Junold</u>	<u>Director - Secretary</u>	<u>22 Cortlandt St-31stFl, New York, NY 100</u>
<u>James Lindner</u>	<u>Director</u>	<u>22 Cortlandt St-31stFl, New York, NY 100</u>
_____	_____	_____
_____	_____	_____

Dated: May, 2009

Signature: *Helga Junold*

Typed Name: Helga Junold

Capacity: Director - Corporate Secretary  
*[The signer must be a director or an officer of the corporation.]*

Customer Acct # : \_\_\_\_\_  
(If using pre-paid account)

Secretary of State use only

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Revised 05/2005

IDAHO SECRETARY OF STATE  
05/22/2009 05:00  
CK: 247356 CT: 172899 BH: 1171628  
1 @ 100.00 = 100.00 AUTH PRO # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

Web Form

C18323A

# Delaware

PAGE 1

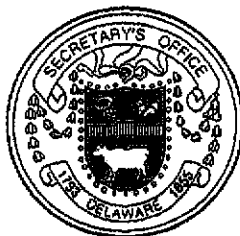
*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HALCROW, 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-SEVENTH DAY OF MARCH, A.D. 2009.


AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HALCROW, INC." WAS INCORPORATED ON THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2004.

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7213899

DATE: 03-27-09