

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY
OF
CM ASSET ADVISORS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CM ASSET ADVISORS, 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 CM ASSET ADVISORS, INC.

to transact business in this State under the name CM ASSET ADVISORS, INC.

_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated December 7, 1987



Handwritten signature of Pete T. Cenarrusa in cursive.

SECRETARY OF STATE

Handwritten signature of Soda Mankus in cursive.

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:

1. The name of the corporation is CM Asset Advisors, 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 Connecticut

4. The date of its incorporation is May 16, 1985 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is

140 Garden Street, Hartford, Conn. 06154

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701

and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Financial services business and is primarily engage in the provision of investment advice.

To engage in any lawful act or activity permitted.

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

Name	Office	Address
(See attached rider)		
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

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(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: Nov. 9, 1987

CM Asset Advisors, Inc.
(Corporation Name)

By Robert K. Dickson, Jr.
Its President / Vice President / Secretary (specify)
Robert K. Dickson, Jr.

and Melvin E. Johnson
Its Secretary / Notary Public (please specify)
Melvin E. Johnson

STATE OF Connecticut)
) ss:
 COUNTY OF Hartford)

I, Christine M. Gaver, a notary public, do hereby certify that on this 9th day of November, 1987, personally appeared before me Robert K. Dickson, Jr., who being by me first duly sworn, declared that (s)he is the President of CM Asset Advisors, Inc.

that (X)he signed the foregoing document as President of the corporation and that the statements therein contained are true.

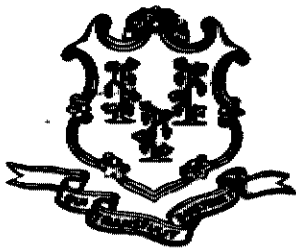
Christine M. Gaver
 Notary Public My Commission Expires March 31, 1988

OFFICERS

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>TERM EXPIRES</u>
Dickson, Robert K., Jr.	48 Norwood Road West Hartford, CT 06117	President	To serve until successor is duly elected and qualified
Lineberry, Gary E.	78 Cold Spring Rd. Avon, CT 06001	V. President	"
Landry, David J.	44 Owens Brook Blvd. Simsbury, CT 06070	V. President	"
Sabatini, Francis P.	55 Shelley Drive Granby, CT 06035	V. President	"
Walters, Brian K.	6233 Town Place Middletown, CT 06457	V. President	"
Brown, Elizabeth J.	222 Williams Street East Glastonbury, CT 06033	2nd V. President	"
Johnson, Melvin E.	174 Canton Road Granby, CT 06035	Secretary	"
Lomeli, Ann F.	68 Outlook Ave. West Hartford, CT 06119	Asst. Secretary	"
Brzezinski, Thomas	40 Washington Dr. Southington, CT 06489	Treasurer	"

DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>	<u>TERM EXPIRES</u>
Rayboy, Seymour Caesar	48 Ledyard Road West Hartford, CT 06117	To serve until successor is duly elected and qualified
Mullane, Denis Francis	82 Stoner Dr. West Hartford, CT. 06107	" "
Googins, Robert Reville	74 Forest Lane Glastonbury, CT 06033	" "
Reavill, Albert Edgar Jr.	7 Tanglewood Trail West Simsbury, CT 06092	" "
Stevens, Robert Edwin	46 Keighley Pond Rd. Cobalt, CT 06414	" "



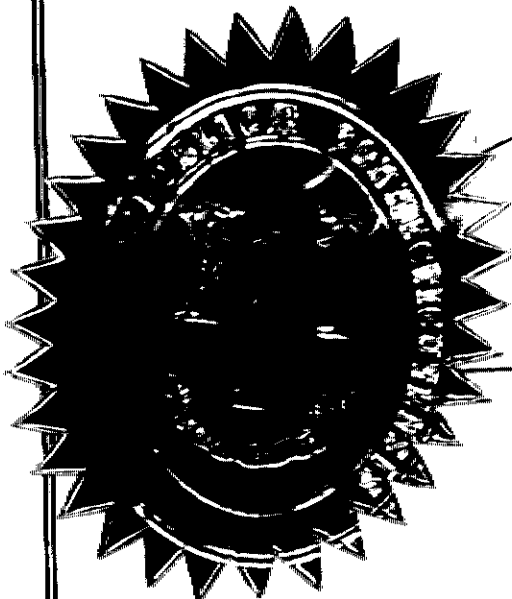
State of Connecticut
Office of Secretary of the State

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I, Julia H. Tashjian Secretary of the State of Connecticut,

and keeper of the seal thereof,

Do hereby Certify, that the certificate of incorporation of CM
CAPITAL ADVISORS, INC. as a STOCK corporation under the laws of
the State of Connecticut was filed in this office on MAY 16, 1985;
that a certificate of amendment changing the name to CM ASSET
ADVISORS, INC. was filed in this office on SEPTEMBER 1, 1987; and
that insofar as the records of this office reveal CM ASSET
ADVISORS, INC. is in existence and in good standing.



In testimony whereof, I have hereunto

set my hand and affixed the Great Seal of the State of
Connecticut, at Hartford, this 23rd day of NOVEMBER
1987.

Julia H. Tashjian

Secretary of the State