

# State of Idaho

## Department of State

### CERTIFICATE OF AUTHORITY OF

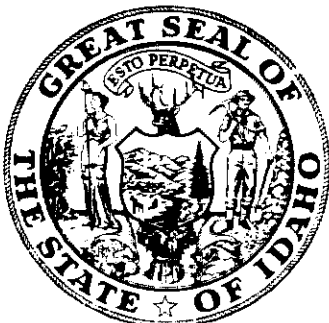
CONFAB HOLDING CORP.

File number C 123851

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed 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 transact business in this State attach hereto a duplicate of the Application for such Certificate.

Dated: May 4, 1998



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sherry Dubois*

# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

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

1. The name of the corporation is Confab Holding Corp.
2. The name which it shall use in Idaho is \_\_\_\_\_
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is 3/18/98
5. The address of its principal office is One Tyco Park, Exeter, New Hampshire 03833
6. The address to which correspondence should be addressed, if different than item 5, is \_\_\_\_\_
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701  
\_\_\_\_\_, and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

See Attached

Name	Office	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: April 20, 1998

Confab Holding Corp.

(Corporation name)

By

Barbara J. Milby

Its

Vice President

(specify capacity of signer)

Customer Acct #:

IDAHO SECRETARY OF STATE  
(If using pre-paid account)

Secretary of State use only  
05/05/1998 09:00  
CK: 105057922 CT: 3590 BH: 107566

1 @ 100.00 = 100.00 AUTH PRO  
1 @ 20.00 = 20.00 EXPEDITE C

C 123851

# CONFAB HOLDING CORP.

## Directors

<u>Name</u>	<u>Title</u>	<u>Address</u>
John J. Guarnieri	Director	One Tyco Park Exeter, NH 03833
Richard J. Meelia	Director	15 Hampshire Street Mansfield, MA 02048
Barbara S. Miller	Director	One Tyco Park Exeter, NH 03833

## Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
Richard J. Meelia	President	15 Hampshire Street Mansfield, MA 02048
Barbara S. Miller	Vice President	One Tyco Park Exeter, NH 03833
Michael A. Robinson	Treasurer	One Tyco Park Exeter, NH 03833
David A. Siskind	Secretary	15 Hampshire Street Mansfield, MA 02048
Vanessa S. Perillo	Assistant Secretary	One Tyco Park Exeter, NH 03833

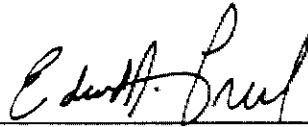
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CONFAB HOLDING CORP." 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-EIGHTH DAY OF APRIL, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



  
Edward J. Freel, Secretary of State

2872664 8300

981161057

AUTHENTICATION:

9049862

DATE:

04-28-98