

State of Idaho

Office of the Secretary of State

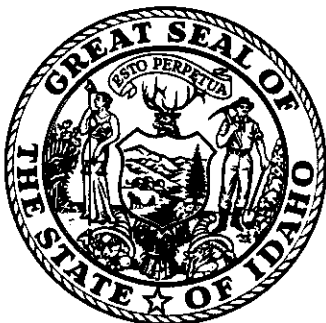
**CERTIFICATE OF AUTHORITY
OF
CITICORP INSURANCE AGENCY, INC.**

File Number C 147153

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: 13 January 2003



Ben Yursa

SECRETARY OF STATE

By

Stephen W. Holloman



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2003 JAN 13 PM 2:20
STATE OF IDAHO
FILED

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

1. The name of the corporation is:
Citicorp Insurance Agency, Inc.
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: 5-6-1992
5. The address of its principal office is:
One Court Square - 46th floor Long Island City, NY 11120
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: 300 N. 6th Street, Boise, ID 83702
and its registered agent in Idaho at that address is: CT Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Steve Knez</u>	<u>President, Director</u>	<u>One Court Square - 46th fl., LIC, NY 11120</u>
<u>Paul Burner</u>	<u>Senior Vice President,</u>	<u>One Court Square - 46th fl., LIC, NY 11120</u>
<u>Gary Kimmelman</u>	<u>Treasurer, Director</u>	<u>One Court Square - 46th fl., LIC, NY 11120</u>
<u>Elliot Wohl</u>	<u>Senior Vice President,</u>	<u>One Court Square - 46th fl., LIC, NY 11120</u>
<u>(see attached list)</u>	<u>Director</u>	<u>One Court Square - 46th fl., LIC, NY 11120</u>
	<u>Secretary, General Counsel</u>	

Dated: 1-8-2003

Signature: [Signature]

Typed Name: Steve Knez

Capacity: President, Director

Customer Acct # : _____

(if using pre-paid account)

Secretary of State use only

g:\corpforms\corp
forms\app\forcentofauthority_profitt.pmf6
Revised 07/2002

Ver. Form

IDAHO SECRETARY OF STATE
01/14/2003 05:00
CK: 2350 CT: 166435 BH: 656523
1 @ 100.00 = 100.00 AUTH PRO # 2

C147153

Delaware

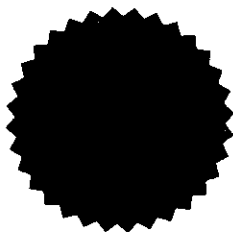
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CITICORP INSURANCE AGENCY, 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-FOURTH DAY OF OCTOBER, A.D. 2002.

2296880 8300

020655947



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2052590

DATE: 10-24-02

Citicorp Insurance Agency, Inc.

Officers and Directors

Name	Title	Occupation
Steven G. Knez	President and Director	Insurance
Paul Burner	Senior Vice President, Treasurer and Director	Insurance
Gary Kimmelman	Senior Vice President and Director	Insurance
Elliot Wohl	Senior Vice President, Secretary and General Counsel	Insurance
Gayla Bandelin	Assistant Vice President	Insurance
Selenne Calhammer	Assistant Vice President	Insurance
Jesse Gossett	Assistant Vice President	Insurance
Phil Kenyon	Assistant Vice President	Insurance
Ronald H. Sampsell, Jr.	Assistant Vice President	Insurance
Susan Aveli	Assistant Vice President	Insurance
John Milnes	Assistant Vice President	Insurance
Alicia Dudick	Assistant Vice President	Insurance
Bruce Gliberman	Assistant Vice President	Insurance
Roberta Kilkenny	Assistant Treasurer	Insurance

Address for all listed above: One Court Square-46th floor / Long Island City, NY 11120

12/12/2002