

030328000 663

New York State
Department of State
Division of Corporations, State Records
and Uniform Commercial Code
Albany, NY 12231

(This form must be printed or typed in black ink)

APPLICATION FOR AUTHORITY
OF

EDGAR J. RIDLEY + ASSOCIATES, INC.
(Insert corporate name)

Under Section 1304 of the Business Corporation Law

FIRST: The name of the corporation is: EDGAR J. RIDLEY + ASSOCIATES, INC.

If the name does not contain a required word or abbreviation indicating corporate character, the corporation agrees to add the word or abbreviation _____ to the end of its name for use in this state. (See instructions prior to completing.)

(Do not complete this section unless the corporation's true name is not available pursuant to §301 or §302 of the Business Corporation Law. Please see instructions.) The fictitious name under which the corporation will do business in New York is: _____

SECOND: The jurisdiction in which the corporation was organized is: Pennsylvania
The date of its incorporation is: 11/21/1979

THIRD: This corporation is formed to engage in any lawful act or activity for which a corporation may be organized under the Business Corporation Law, provided that it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body.

FOURTH: The county, within this state, in which the office of the corporation is to be located is: NEW YORK

DOS-1335 (Rev. 12/02)

FIFTH: The secretary of state is designated as agent of the corporation upon whom process against the corporation may be served. The address to which the secretary of state shall mail a copy of any process accepted on behalf of the corporation is:

121 W. 117th Street
3d floor
New York NY 10026

SIXTH: (optional): The name and street address within this state of the registered agent upon whom process against the corporation may be served is:

SEVENTH: (Check the statement that applies.)

The foreign corporation has not since its incorporation or since the date its authority to do business in New York was last surrendered, engaged in any activity in this state.

The consent of the State Tax Commission, consenting to the filing of this application, is attached.

X 
(Signature)

EDGAR J. RIDLEY, PRESIDENT
(Type or print name and title or capacity of signer)

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COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

MARCH 04, 2003

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

EDGAR J. RIDLEY & ASSOCIATES, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Stephen Rous

ACTING Secretary of the Commonwealth

DPOS

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030328000 663

APPLICATION FOR AUTHORITY
OF

EDGAR J. RIDLEY + ASSOCIATES, INC.
(Insert corporate name)

Under Section 1304 of the Business Corporation Law

Filed by: EDGAR J. RIDLEY
(Name)
121 W. 117th St. Suite 3
(Mailing address)
New York NY 10026
(City, State and Zip code)

Note: This form was prepared by the New York State Department of State for filing an application for authority for a business corporation. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The application must be submitted with a \$225 filing fee. Checks should be made payable to the Department of State.

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED MAR 28 2003
BY: SB
NY

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688417

Commonwealth of Pennsylvania



Department of State

To All to Whom These Presents Shall Come, Greeting:

Whereas, Under the provisions of the Business Corporation Law, approved the 5th day of May, Anno Domini one thousand nine hundred and thirty-three, P. L. 364, as amended, the Department of State is authorized and required to issue a

CERTIFICATE OF INCORPORATION

evidencing the incorporation of a business corporation organized under the terms of that law, and

Whereas, The stipulations and conditions of that law have been fully complied with by the persons desiring to incorporate as

EDGAR J. RIDLEY & ASSOCIATES, INC.

Therefore, Know Ye, That subject to the Constitution of this Commonwealth and under the authority of the Business Corporation Law, I do by these presents, which I have caused to be sealed with the Great Seal of the Commonwealth, create, erect, and incorporate the incorporators of and the subscribers to the shares of the proposed corporation named above, their associates and successors, and also those who may thereafter become subscribers or holders of the shares of such corporation, into a body politic and corporate in deed and in law by the name chosen hereinbefore specified, which shall exist perpetually and shall be invested with and have and enjoy all the powers, privileges, and franchises incident to a business corporation and be subject to all the duties, requirements, and restrictions specified and enjoined in and by the Business Corporation Law and all other applicable laws of this Commonwealth.

Given under my Hand and the Great Seal of the Commonwealth, at the City of Harrisburg, this 21st day of November in the year of our Lord one thousand nine hundred and seventy-nine and of the Commonwealth the two hundred and fourth

William R. Davis

Acting Secretary of the Commonwealth

dp

2003077-1559

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Statement of Change of Registered Office (15 Pa.C.S.)

Entity Number
688417

- Domestic Business Corporation (§ 1507)
- Foreign Business Corporation (§ 4144)
- Domestic Nonprofit Corporation (§ 5507)
- Foreign Nonprofit Corporation (§ 6144)
- Domestic Limited Partnership (§ 8506)

Name
Edgar J. Ridley & Associates, Inc.

Address
121 W. 117th Street, Suite 3

City State Zip Code
New York NY 10026

Document will be returned to the name and address you enter to the left.

Fee: \$52

Filed in the Department of State on FEB 27 2003

Joseph Raus

ACTING Secretary of the Commonwealth JK

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. (relating to corporations and unincorporated associations), the undersigned corporation or limited partnership, desiring to effect a change of registered office, hereby states that:

1. The name is:
Edgar J. Ridley & Associates, Inc.

2. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County
5428 Chestnut Street, Philadelphia, PA	19139			

(b) Name of Commercial Registered Office Provider County

c/o:

3. Complete part (a) or (b):

(a) The address to which the registered office of the corporation or limited partnership in this Commonwealth is to be changed is:

600 N. 2nd Street, Suite 500, Harrisburg, PA 17101

Number and street	City	State	Zip	County
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(b) The registered office of the corporation or limited partnership shall be provided by:

c/o: PennCorp Servicegroup, Inc. Dauphin

Name of Commercial Registered Office Provider	County
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PA DEPT OF STATE
FEB 27 2003

2003017-1560

DSCB:15-1507/4144/5507/6144/8506-2

4. *Strike out if a limited partnership:*

Such change was authorized by the Board of Directors of the corporation.

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration to be signed by a duly authorized officer thereof this

24th day of February, 2003

Edgar J. Ridley & Associates, Inc.

Name of Corporation/Limited Partnership

Edgar J. Ridley

Signature

President

Title

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

April 2, 2003

Witness my hand and seal of the Department of State on



A handwritten signature in black ink, appearing to read "R. A. D.", is written over the printed name of the Secretary of State.

Secretary of State

DOS-200 (Rev. 03/02)