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ACCOUNT NO. : 072100000032

REFERENCE : 100157 4313315

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : January 14, 1999

ORDER TIME : 10:50 AM

ORDER NO. : 100157-005

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CUSTOMER NO: 4313315

CUSTOMER: Linda E. Flood, Legal Asst
The Dime Savings Bank Of New
Eab Plaza-east Tower, 10th Fl
Law Department
Uniondale, NY 11556

FOREIGN FILINGS

NAME: NAMCO ASSET MANAGEMENT INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
99 JAN 15 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JAN 15 AM 11:28
DEPARTMENT OF STATE
DIVISION OF CORPORATE INC
TALLAHASSEE, FLORIDA

AL JAN 15 1999

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

- 10. Registered agent's acceptance:**

Corporation Service Company

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

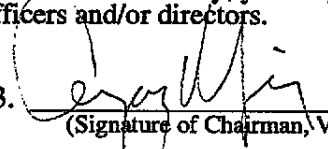
Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gregory D. Liegey, President
(Typed or printed name and capacity of person signing application)

NAMCO Asset Management Inc.

12. A. DIRECTORS

Director: JAMES T. FREEL
Address: EAB Plaza-East Tower, Uniondale, NY 11556-0123

Director: RICHARD T. CASSIN
Address: EAB Plaza-East Tower, Uniondale, NY 11556-0123

Director: WILLIAM M. NEUNER
Address: EAB Plaza-East Tower, Uniondale, NY 11556-0123

12. B. OFFICERS

President: GREGORY D. LIEGEY
Address: EAB Plaza-East Tower, Uniondale, NY 11556-0123

Vice President: JOSEPH LoMONACO
Address: EAB Plaza-East Tower, Uniondale, NY 11556-0123

Vice President: ROSEANN WIENCKO
Address: EAB Plaza-East Tower, Uniondale, NY 11556-0123

Secretary: DANIEL P. GRIPPO
Address: EAB Plaza-East Tower, Uniondale, NY 11556-0128

Assistant Secretary: LINDA FLOOD
Address: EAB Plaza-East Tower, Uniondale, NY 11556-0128

Assistant Secretary: ROBERT S. MONHEIT
Address: EAB Plaza-East Tower, Uniondale, NY 11556-0128

Treasurer: Vacancy
Address:

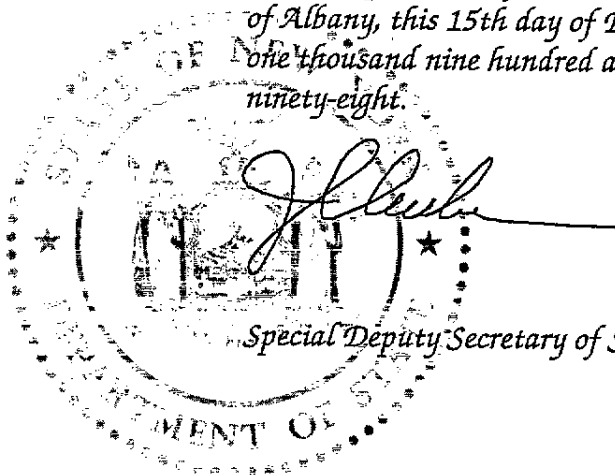
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of New York | **ss:**
Department of State

I hereby certify, that the certificate of incorporation of NAMCO ASSET MANAGEMENT INC. was filed on 08/02/1972, under the name of JOHN STREET SERVICE CORP., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment JOHN STREET SERVICE CORP., changing name to NAMCO ASSET MANAGEMENT INC., was filed 12/10/1998.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 15th day of December
one thousand nine hundred and
ninety-eight.*



Special Deputy Secretary of State

199812160354 61

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA