

**United States District Court**  
Southern District of New York

**Certificate of  
Good Standing**

I, J. Michael McMahon, Clerk of this Court, certify that

EDWARD JOHN DeFRANCO, Bar # ED6524

was duly admitted to practice in this Court on

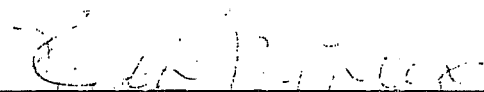
JANUARY 19th, 1988, and is in good standing

as a member of the Bar of this Court.

Dated at 500 Pearl Street  
New York, New York on MAY 13th, 2008

J. Michael McMahon  
Clerk

by

  
Deputy Clerk