

State of Idaho

Department of State

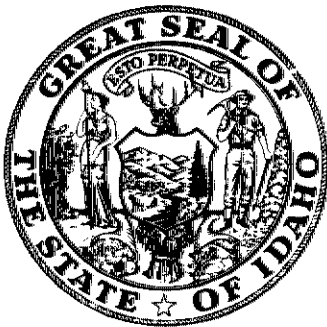
AMENDED CERTIFICATE OF AUTHORITY
OF

THE ALLEN GROUP INC.
File Number C 83762

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of THE ALLEN GROUP INC. for an Amended 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 Amended Certificate of Authority to ALLEN TELECOM INC. to transact business in this State under the name ALLEN TELECOM INC. and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated: March 11, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By

L. D. [Signature]

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

Mar 11 0 33 AM '97

SECRETARY OF STATE

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on April 30 19 87 authorizing it to transact business in the State of Idaho under the name of The Allen Group Inc.

2. Its corporate name has been changed to Allen Telecom Inc.

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is _____

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows: No Change

(Note: If no additional purposes are proposed, insert "No change.")

Dated 2-18-97 Allen Telecom Inc.
(Corporation Name)

By McDara P. Folan, III
Its President, Vice President, Secretary, or Assistant Secretary
(please specify)

McDara P. Folan, III

Submit application and filing fee to:

Office of the Secretary of State
Division of Corporations
700 West Jefferson
PO Box 83720
Boise, Idaho 83720-0080

File two copies.

If a name change, attach certificate of fact from state of incorporation

Fee: \$30.00

Secretary of State use only IDAHO SECRETARY OF STATE
DATE 03/11/1997
0900 71729 2
CK #: 10900947 CUST#: 21357
AMEND CERT 10 30.00= 30.00

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ALLEN TELECOM GROUP, INC.", A DELAWARE CORPORATION, WITH AND INTO "THE ALLEN GROUP, INC." UNDER THE NAME OF "ALLEN TELECOM INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF FEBRUARY, A.D. 1997, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel, Secretary of State

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AUTHENTICATION: 8352869

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DATE: 02-28-97