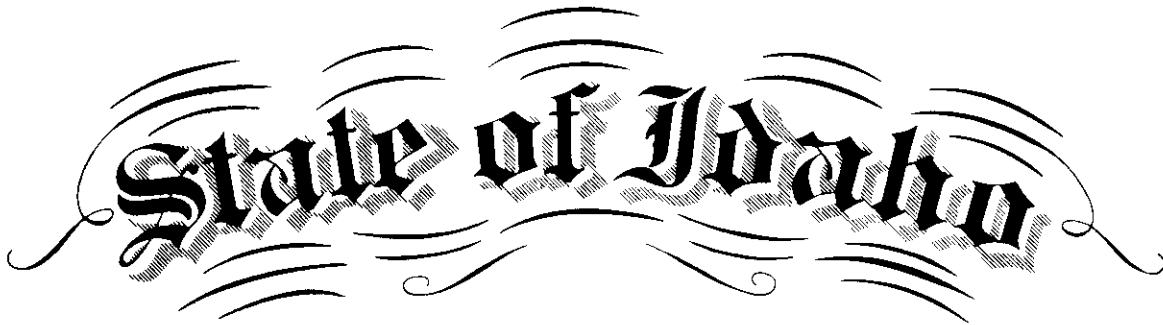




Department of State.

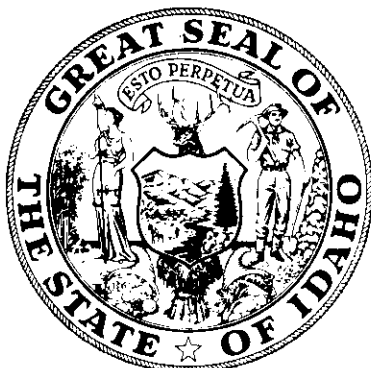
**CERTIFICATE OF AUTHORITY
OF**

ESI, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **ESI, INC.** for a Certificate of Authority to transact business in this State, duly signed and verified 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 Certificate of Authority to **ESI, INC.** to transact business in this State under the name **ESI, INC.** and attach hereto a duplicate original of the Application for such Certificate.

Dated **July 16, 1985**



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is ESI, INC.
2. *The name which it shall use in Idaho is ESI, INC.
3. It is incorporated under the laws of Tennessee
4. The date of its incorporation is 2-2-78 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 4926 Adams Road, Hixson, TN 37343
6. The address to which correspondence should be addressed, if different from that in item 5 c/o Thomas, Mann & Gossett, 1500 First Tennessee Bldg., 701 Market Street, Chatt., TN 37402
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To purchase, sell, to deal in and handle all kinds of machinery, equipment, tools, boilers and all materials & supplies of any kind connected therewith; to carry on a general wholesale and retail merchandise business
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Charles J. Tyburk	Pres./Dir.	811 C Livingston Ct., GA 30067 Marietta,
Donna P. Duncan	Director	"
Douglas W. Kindred	Director	"
Richard B. Gossett	Secretary	1500 First Tn. Bldg., TN 37402 Chatt.,
William L. Reeves	VP & Treas./Dir.	811 C. Livingston Ct., GA 30067 Marietta,

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
2,000	Common	No Par

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
700	Common	No Par

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated July 10, 19 85

ESI, INC.

By William L. Reeves

Richard A. Jones President
and Richard A. Jones Secretary
Its _____

STATE OF GEORGIA)

COUNTY OF COBB) ss:

I, Virginia D. Hicks, a notary public, do hereby certify that on this 10th day of July, 19 85, personally appeared before me William L. Reeves, who being by me first duly sworn, declared that he is the Vice President of ESI, INC.

that he signed the foregoing document as Vice President of the corporation and that the statements therein contained are true.

Virginia D. Hicks
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.

Notary Public, Georgia State of Large
My Commission Expires Aug. 27, 1988

STATE OF TENNESSEE:

COUNTY OF HAMILTON:

Before me, *Carolyn G. Grier*, a Notary Public of the state and county aforesaid, personally appeared Richard B. Gossett, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be the secretary of ESI, Inc., the within-named bargainer, a corporation, and that he as such secretary being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as secretary.

WITNESS my hand and seal, at office in Chattanooga, Tennessee, this 2, day of July, 1985.

Carolyn G. Grier
Notary Public

My Commission Expires: 6/10/86

6 AM 0 40

State of Tennessee



Department of State

To All Whom These Presents Shall Come, Greeting:

I, Gentry Crowell, Secretary of State
of the State of Tennessee, do hereby certify that

E S I, INC.

was incorporated under the laws of the State of Tennessee
on February 2, 1978, and that the corporation is in
good standing with this office, having made all reports and paid
all fees and taxes due to date.



In Witness Whereof, I have hereto affixed my
signature and the Great Seal of the State, at Nashville,
this 2nd day of July in the year
of our Lord nineteen hundred eighty-five.

Gentry Crowell
Secretary of State
by *Lucy G. Gentry*