

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY

OF

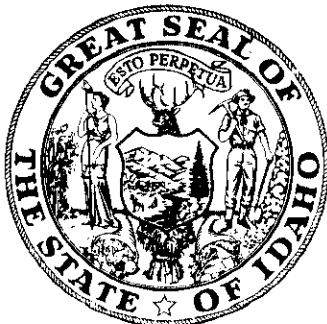
ALTEC INDUSTRIES, INC.

File Number C 128057

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: March 18, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Natalie Lamb*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

99 APR 19 PM 8:16
SECRETARY OF STATE
STATE OF IDAHO

- The name of the corporation is Altec Industries, Inc.
- The name which it shall use in Idaho is Altec Industries, Inc.
- It is incorporated under the laws of Alabama
- Its date of incorporation is May 20, 1956
- The address of its principal office is 210 Inverness Center Drive, Birmingham, AL 35242
- The address to which correspondence should be addressed, if different from item 5, is same as above
- The street address of its registered office in Idaho is 300 North 6th Street, Boise, ID 83702
_____, and its registered agent in Idaho at that address is CT Corporation System

8. The names and respective business addresses of its directors and officers are:

| Name | Office | Address |
|--------------------------|-----------------|--|
| Lee J. Styslenger, III | President & CEO | 210 Inverness Ctr. Dr., Birmingham, AL 35242 |
| J. Don Williams | Sr. V.P. & CEO | 210 Inverness Ctr. Dr., Birmingham, AL 35242 |
| Jerry Moore | Controller | 210 Inverness Ctr. Dr., Birmingham, AL 35242 |
| Lee J. Styslenger, Jr. | Chairman | 210 Inverness Ctr. Dr., Birmingham, AL 35242 |
| Thomas L. Merrill | Vice Chairman | 210 Inverness Ctr. Dr., Birmingham, AL 35242 |
| H. Corbin Day | Director | 320 Park Pl. Tower, Birmingham, AL 35203 |
| William W. Featheringill | Director | 402 Office Park Dr., Birmingham, AL 35223 |
| Samuel E. Upchurch, Jr. | Director | P.O. Box 10247, Birmingham, AL 35203 |
| John Panettiere | Director | P.O. Box 949, Montgomery, AL 36101 |

Dated: 2/5/99

Altec Industries, Inc.
(Corporation name)

By Jerry Moore

Its Controller
(specify capacity of signer)

Customer Acct # :
(if using pre-paid account)

IDAHO SECRETARY OF STATE
03/18/1999 09:00
CK: 12328 CT: 112744 IN: 198247
1 @ 100.00 = 100.00 AUTH PRO # 2

Revised 7/97
g:\corp\forms\ACA.ppt6

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Altec Industries, Inc. incorporated in Jefferson County, Birmingham, Alabama on May 28, 1956. I further certify that the records do not disclose that said Altec Industries, Inc. has been dissolved.

99 MAR 18 11:03:46
SECRETARY OF STATE
STATE OF ALABAMA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

March 9, 1999

Date

A handwritten signature in cursive script, appearing to read 'Jim Bennett', is written over a horizontal line.

Jim Bennett

Secretary of State