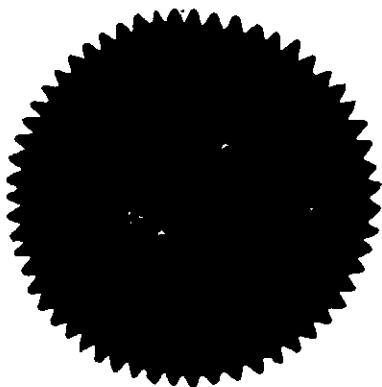


Office of Secretary of State.

I, Walton H. Simpson, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of Certificate of Amendment of the "WHITE FARM EQUIPMENT COMPANY", as received and filed in this office the twentieth day of November, A.D. 1972, at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand and official seal at Dover this twentieth *day of* November *in the year of our Lord one thousand nine hundred and* seventy-two.



Walton H Simpson

Secretary of State

R H Chell

Ass't Secretary of State

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

* * * * *

WHITE FARM EQUIPMENT COMPANY, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY.

FIRST: That the Board of Directors of said corporation, acting in lieu of a meeting, in accordance with the provisions of Section 141(f) of Title VIII of the Delaware Code and the provisions of Section 9 of Article III of the By-Laws of the corporation adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of WHITE FARM EQUIPMENT COMPANY be amended by changing the Article thereof numbered "FOURTH" so that, as amended, said Article shall be and read as follows:


"The total number of shares of stock which the corporation shall have authority to issue is five thousand (5,000); all of such shares shall be without par value."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of The General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of The General Corporation Law of the State of Delaware.

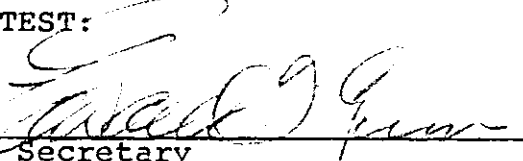
IN WITNESS WHEREOF, said WHITE FARM EQUIPMENT COMPANY has caused its corporate seal to be hereunto affixed and this Certificate to be signed by S. E. Knudsen, its Chairman, and attested by E. F. Green, its Secretary, this 31st day of October, 1972.

WHITE FARM EQUIPMENT COMPANY

By 
Chairman

(CORPORATE SEAL)

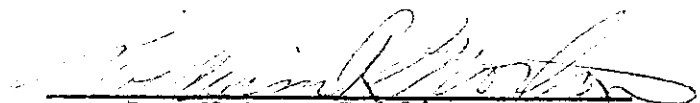
ATTEST:

By 
Secretary

STATE OF OHIO)
) SS.
COUNTY OF CUYAHOGA)

BE IT REMEMBERED that on this 31st day of October, 1972, personally came before me, a Notary Public in and for the County and State aforesaid, S. E. KNUDSEN, Chairman of WHITE FARM EQUIPMENT COMPANY, a corporation of the State of Delaware, and he duly executed said Certificate before me and acknowledged the said Certificate to be his act and deed and the act and deed of said corporation and the facts stated therein are true; and that the seal affixed to said Certificate and attested by the Secretary of said corporation is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.



Notary Public
WILLIAM RICHARD NORTON, Attorney
NOTARY PUBLIC - STATE OF OHIO
My commission has no expiration date.
Section 147.03 R. C.

NOTARIAL SEAL