

CERTIFICATE OF WITHDRAWAL OF
GENERAL SIGNAL CORPORATION

FROM INTRASTATE BUSINESS IN THE STATE OF IDAHO

In accordance with the provisions of Chapter 133 of the Session Laws of 1937 of
the State of Idaho, and by authority of GENERAL SIGNAL CORPORATION

_____, a corporation organized and existing under the laws of Delaware

_____, we, the undersigned, JOSEPH A. BARBERA
President ~~or Vice-President~~

_____ and FRANK J. OBARA
Secretary ~~or Treasurer~~

_____ respectively, of said corporation, do hereby certify and declare as
follows:

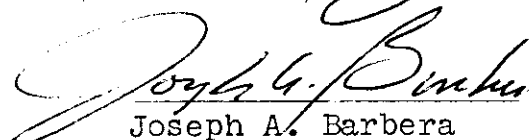
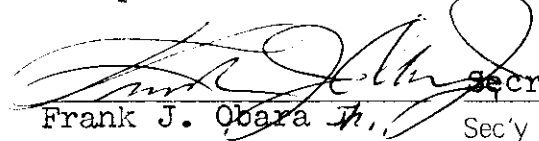
That said corporation hereby surrenders its authority to transact intrastate busi-
ness in the State of Idaho;

That said corporation hereby consents that process against it in any action upon
any liability or obligation incurred within the State of Idaho prior to the filing of this certifi-
cate in the office of the Secretary of State of said State may be served upon said Secretary
of State;

That the Secretary of State of the State of Idaho may mail a copy of any process
against said corporation that may be served upon him to c/o THE CORPORATION TRUST
COMPANY, whose post-office address is 100 West
Tenth St. Wilmington, Del. 19801

IN WITNESS WHEREOF, We have subscribed our names and caused the seal of
said corporation to be affixed hereto, this 14th day of January, 19 75

(Corporate Seal)

 President
Joseph A. Barbera Pres. or Vice-Pres.
 Secretary
Frank J. Obara Sec'y or Treas.

STATE OF DELAWARE)
)
COUNTY OF NEW CASTLE)

On this 14th day of January, in the year 1975, before me
LINDA L. SESTAK, personally ap-
peared JOSEPH A. BARBERA and FRANK J. OBARA, JR., known to me (or
proved to me on the oath of _____)
to be the persons whose names are subscribed to the within instrument, and acknowledged
that they executed the same as President
President or Vice-President
and Secretary, respectively, of the
Secretary or Treasurer
corporation named therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, the day and year in this certificate first above written.

Linda L. Sestak

LINDA L. SESTAK

Notary Public

(Seal)