84418-a

State of California
OFFICE OF THE SECRETARY OF STATE

I, MARCH FONG EU, *Secretary of State of the State of California, hereby certify:*

That on the 29th *day of* December, *19* 89, *there was filed in my office a* Plan and Agreement of Merger *merging* PAC-POWER, INC. *a California corporation, into* ALTEC INDUSTRIES, INC. , *a* N Alabama *corporation.*

MAR 23 12 39 PM '90 SECRETARY OF STATE

Further that according to our records said merged California corporation has ceased to exist as a separate corporate entity.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this 20th **day of** March, 1990

March Fong Eu

Secretary of State