



Department of State.

AMENDED CERTIFICATE OF AUTHORITY OF

MWC, INC.

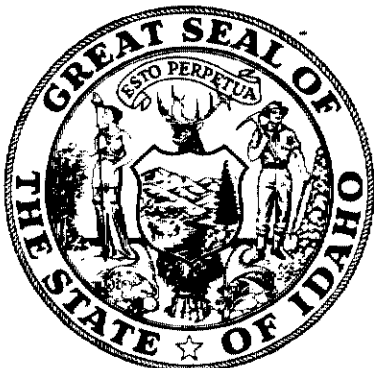
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **MWC, INC.**

_____ for an Amended 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 Amended Certificate of Authority to **WHITMIRE DISTRIBUTION CORPORATION**

_____ to transact business in this State under the name **WHITMIRE DISTRIBUTION CORPORATION** and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated August 22, 19 91.



Pete T. Cenarrusa
SECRETARY OF STATE

M. Richards
Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY

RECEIVED
SEC. OF STATE
JUL 30 1991
To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, Idaho Code, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on June 7, 19 89, authorizing it to transact business in the State of Idaho under the name of MWC, Inc.

2. Its corporate name has been changed to Whitmire Distribution Corporation

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is Whitmire Distribution Corporation

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:
No Change.

(Note: If no additional purposes are proposed, insert "No change.")

Dated 8-16-91

Whitmire Distribution Corporation

(Corporation Name)

By Glen Frese V.P. & General Counsel
Its President/Vice President (please specify)
and Douglas McElain ASST SECRETARY
Its Secretary/Assistant Secretary (please specify)

STATE OF California)
COUNTY OF Sacramento) ss:

I, Philis A. Cristillo, a notary public, do hereby certify that on this sixteenth day of August, 19 91, personally appeared before me Glen Frese, who being by me first duly sworn, declared that (s)he is the Vice President of Whitmire Distribution Corporation

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



Philis A. Cristillo
Notary Public

State of Delaware

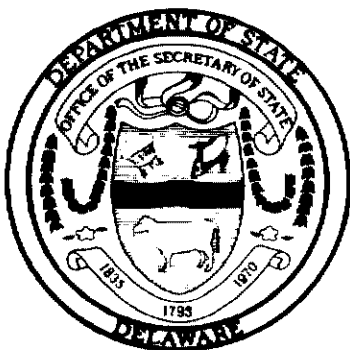
RECEIVED
SEC. OF STATE
91 AUG 22 AM 8 45



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE SAID "MWC, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS CORPORATE TITLE TO "WHITMIRE DISTRIBUTION CORPORATION", ON THE FIFTEENTH DAY OF AUGUST, A.D. 1991, AT 9 O'CLOCK A.M.

* * * * *



731227003

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: *3143282

DATE: 08/15/1991