

CERTIFICATE OF WITHDRAWAL OF
WORTHINGTON PUMP AND MACHINERY 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 Worthington Pump and Machinery Corporation, a corporation organized and existing under the laws of New Jersey, we, the undersigned, A. G. Mumma, President, and D. H. Erickson, Secretary, respectively, of said corporation, do hereby certify and declare as follows:

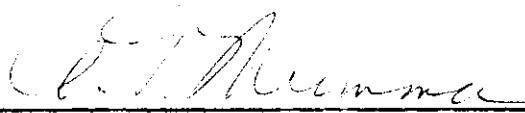
That said corporation hereby surrenders its authority to transact intrastate business in the State of Idaho;

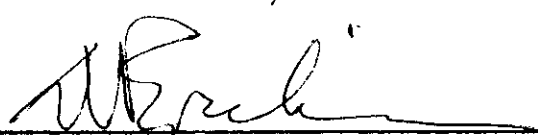
That said corporation hereby consents that process against it in any action upon any liability or obligation incurred within the State of Idaho prior to the filing of this certificate in the office of the Secretary of State of said State may be served upon said Secretary of State;

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 Worthington Pump and Machinery Corporation, whose post-office address is 401 Worthington Avenue, Harrison, New Jersey.

IN WITNESS WHEREOF, We have subscribed our names and caused to seal of said corporation to be affixed hereto, this 13th day of January, 1966.

Corporate Seal



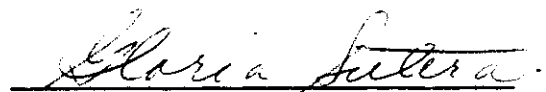
A. G. Mumma, President


D. H. Erickson, Secretary

STATE OF NEW JERSEY)
COUNTY OF HUDSON)

On this 13th day of January, in the year 1966,
before me Gloria Sutura, a Notary Public of New Jersey,
personally appeared A. G. Mumma and D. H. Erickson, known
to me to be the persons whose names are subscribed to the
within instrument, and acknowledged that they executed the
same as President and Secretary, respectively, of the 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.


NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES MAY 13, 1968

Seal