

State of Idaho

Department of State

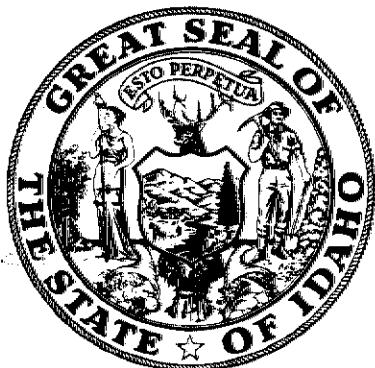
AMENDED CERTIFICATE OF AUTHORITY OF

DRESSER CREDIT CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **DRESSER CREDIT CORPORATION** 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 **KDC FINANCIAL CORP.** to transact business in this State under the name **KDC FINANCIAL CORP.** and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated April 9, 1990.



Pete T. Cenarrusa
SECRETARY OF STATE

Miniman
Corporation Clerk

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

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 ~~30 APR 9 10 29~~ JUNE 4 1987, authorizing it to transact business in the State of Idaho under the name of DRESSER CREDIT CORPORATION

2. Its corporate name has been changed to KDC FINANCIAL CORP.

(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 KDC FINANCIAL CORP.

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

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 March 23, 1990

KDC FINANCIAL CORP.

By James E. Boyle, JAMES E. BOYLE, Its President

KDC FINANCIAL CORP.

And David D. Nardo, DAVID D. NARDO, Its Secretary

STATE OF ILLINOIS)

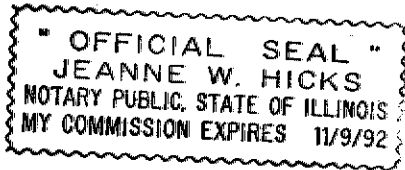
COUNTY OF LAKE) ss:

I, Jeanne W. Hicks, a notary public, do hereby certify that on this 23rd day of March, 1990, personally appeared

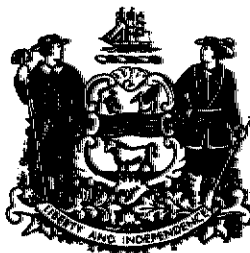
(continued on reverse)

before me DAVID D. NARDO, who being by me first duly sworn,
declared that he is the SECRETARY of KDC FINANCIAL CORP.

that he signed the foregoing document as SECRETARY of the corporation and
that the statements therein contained are true.



Jeanne W. Hicks
Notary Public



RECEIVED
SEC. OF STATE

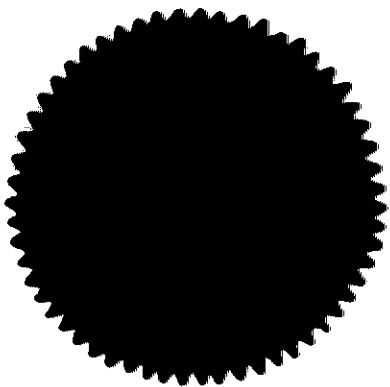
90 APR 9 AM 10 23

State of DELAWARE

Office of SECRETARY OF STATE

I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that "DRESSER CREDIT CORPORATION", filed a Certificate of
Amendment, changing its corporate title to "KDC FINANCIAL CORP.", on the seventh day of
March, A.D. 1990, at 10 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this thirtieth *day*
of March *in the year of our Lord*
one thousand nine hundred and ninety.



Michael Harkins
Michael Harkins, Secretary of State