

Department of State.

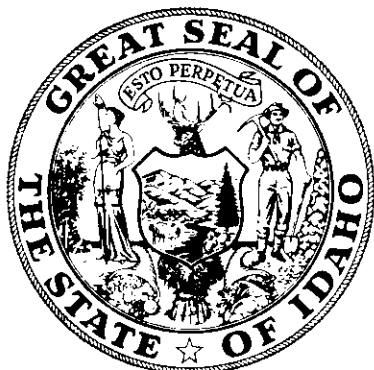
**AMENDED CERTIFICATE OF AUTHORITY
OF**

OLIVETTI CORPORATION OF AMERICA

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of OLIVETTI CORPORATION OF AMERICA 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 OLIVETTI CORPORATION to transact business in this State under the name OLIVETTI CORPORATION and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated January 16, 19 52.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

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APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

To the Secretary of State of the State of Idaho:

JAN 30 3 58 PM '80
SECRETARY OF STATE

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 May 4,
19 70, authorizing it to transact business in the State of Idaho under the name of _____

Olivetti Corporation of America

2. Its corporate name has been changed to Olivetti 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 Olivetti Corporation

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 January 15, 19 80

By _____

W. Bell, Jr.

(2)

Its W

President

And _____

Its Robert W. Brown

Secretary

STATE OF New York)

) ss:

COUNTY OF New York)

I, Nicholas B. Bruno, a notary public, do hereby certify that on this

15th day of January, 19 80, personally appeared

(continued on reverse)

before me Marisa Bellisario, who being by me first duly sworn,

declared that he is the President of Olivetti Corporation

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

Nicholas B Bruno

Notary Public
NICHOLAS B. BRUNO
Notary Public, State of New York
No. 605407835
Qualified in Nassau County
Cert. Filed in New York County
Commission Expires March 30, 1980

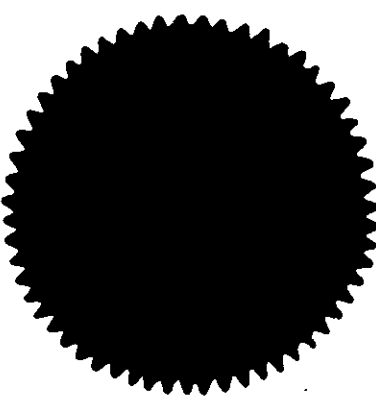


State of DELAWARE

Office of SECRETARY OF STATE

I, Glenn C. Kenton Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Amendment of the "OLIVETTI CORPORATION OF AMERICA", as received and
filed in this office the twenty-eighth day of December, A.D. 1979, at 9 o'clock
A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this twenty-third *day*
of January *in the year of our Lord*
one thousand nine hundred and eighty.



Glenn C. Kenton

Glenn C. Kenton, Secretary of State

Certificate of Amendment of Certificate of
Incorporation of
OLIVETTI CORPORATION OF AMERICA

It is hereby certified that:

1. The name of the corporation is
OLIVETTI CORPORATION OF AMERICA (the "Corporation").

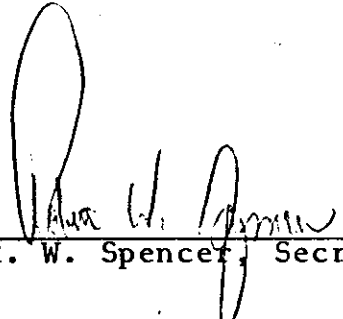
2. The certificate of incorporation of the Corporation
is amended by striking out article FIRST and by substituting
in lieu thereof a new article FIRST to read as follows:

"The name of the corporation is OLIVETTI CORPORATION."

3. The amendment of the Certificate of Incorporation
herein certified has been duly adopted in accordance with the
provisions of Sections 228 and 242 of the General Corporation
Laws of the State of Delaware.

4. The effective date of the amendment herein certified
shall be January 1, 1980.

Signed and attested to on December 11, 1979



R. W. Spencer, Secretary



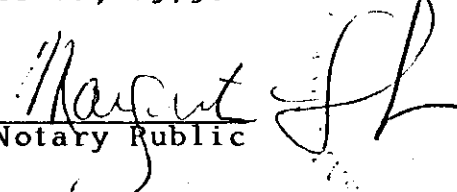
Marisa Bellisario, President

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

BE IT REMEMBERED that, on December 11, 1979, before me, a
Notary Public duly authorized by law to take acknowledgment of
deeds, personally came Marisa Bellisario, President of Olivetti
Corporation of America who duly signed the foregoing instrument
before me and acknowledged that such signing is her act and deed,
that such instrument as executed is the act and deed of said
corporation, and that the facts stated therein are true.

GIVEN under my hand on December 11, 1979.

MARGARITA SALVIA
Notary Public, State of New York
No. 31-653180
Qualified in New York County
Commission Expires March 20, 1980



Notary Public