

State of California

OFFICE OF THE SECRETARY OF STATE

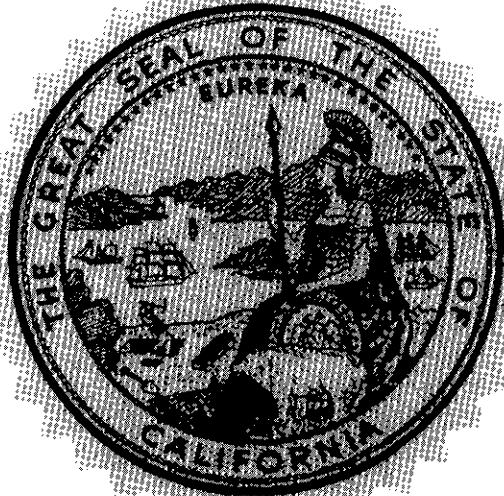
29 JAN 29 AM 8 48

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

That on the 31st day of December, 1988,
there was filed in this office a Certificate of Ownership
merging DATA RENTALS/SALES, INC.
a California corporation, into ELECTRO RENT CORPORATION
, a California corporation
and the surviving corporation, by the terms of said agreement.

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
10th day of January, 1989



March Fong Eu

Secretary of State