

AMENDED CERTIFICATE OF AUTHORITY
OF

WESTERN ELECTRIC COMPANY, INCORPORATED

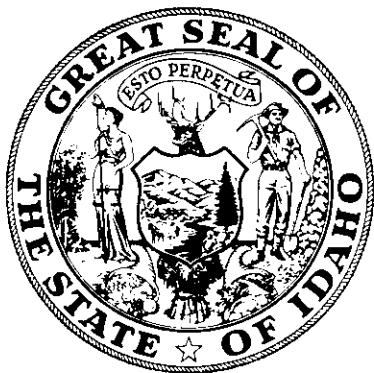
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of WESTERN ELECTRIC COMPANY, INCORPORATED

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 AT&T TECHNOLOGIES, INC.

AT&T TECHNOLOGIES, INC. to transact business in this State under the name AT&T TECHNOLOGIES,
INC. and attach hereto a duplicate
original of the Application for such Amended Certificate.

Dated March 10, 19 84.




Pete T. Cenarrusa
SECRETARY OF STATE

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 October 10,

19 66, authorizing it to transact business in the State of Idaho under the name of
WESTERN ELECTRIC COMPANY, INCORPORATED

2. Its corporate name has been changed to AT&T Technologies, Inc.
222 Broadway, New York, N.Y. 10038

(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 AT&T Technologies, Inc.

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 February 21, 19 84.

By Dean G. Ostrum
Dean G. Ostrum
Vice
Its _____ President

And Am. Ryker

Its _____ Secretary

STATE OF New York)

) ss:

COUNTY OF New York)

1. Carol M. Bifield, a notary public, do hereby certify that on this

21st day of February, 19 84, personally appeared

(continued on reverse)

before me Dean G. Ostrum, who being by me first duly sworn,

declared that he is the Vice President of AT&T Technologies, Inc.

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

Notary Public
Commission Expires
1984

Carol M. Bifaleo

Notary Public

CERTIFICATE OF AMENDMENT
OF THE CERTIFICATE OF INCORPORATION
OF
WESTERN ELECTRIC COMPANY, INCORPORATED
UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

WE, THE UNDERSIGNED, George V. Cook and Albert M. Zigler, being respectively a vice president and secretary of Western Electric Company, Incorporated, hereby certify:

1. The name of the corporation is Western Electric Company, Incorporated. It was formed under the name Interim Holding Corporation.

2. The certificate of incorporation of said corporation was filed in the office of the Secretary of State on the 19th day of August, 1966.

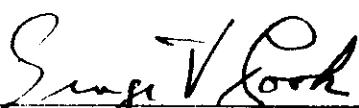
3. (a) The certificate of incorporation is amended to change the name of the corporation.

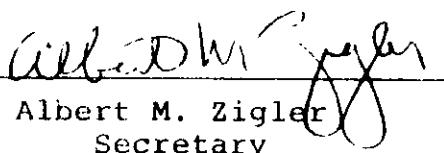
(b) To effect the foregoing, Article FIRST, relating to the name of the corporation, is amended to read:

"FIRST. The name of the corporation is AT&T Technologies, Inc., hereinafter sometimes called the 'corporation'."

4. The amendment was authorized by the unanimous written consent of all the shareholders.

IN WITNESS WHEREOF, we have signed this certificate on the 29th day of December, 1983, and we affirm the statements contained therein as true under penalties of perjury.


George V. Cook
Vice President


Albert M. Zigler
Secretary