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State of Idaho

Department of State

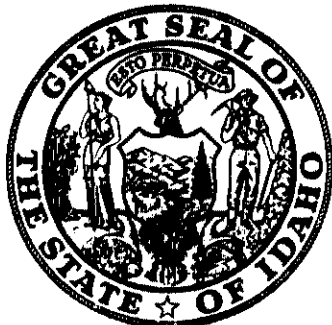
CERTIFICATE OF AUTHORITY OF

MEISSNER & WURST GMBH & CO. - U.S. OPERATIONS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MEISSNER & WURST GMBH & CO. - U.S. OPERATIONS, INC. for a 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 Certificate of Authority to MEISSNER & WURST GMBH & CO. - U.S. OPERATIONS, INC. to transact business in this State under the name MEISSNER & WURST GMBH & CO. - U.S. OPERATIONS, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: March 29, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Sibley*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

RECEIVED
SEC. OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is MEISSNER & WURST GMBH & CO. - U.S. OPERATIONS, INC.

2. The name which it shall use in Idaho is _____

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of California

4. The date of its incorporation is September 21, 1990 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 801 E. KATELLA AVE. STE 370, ANAHEIM, California 92805

6. The address to which correspondence should be addressed, if different from that in item 5. Same

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T Corporation System

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Idaho.

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State use only

IDAHO SECRETARY OF STATE
19940329 0900 67056 2
CK #: 17568 CUST# 2048
CDRP 1# 100.00= 100.00

ACA593

File Two Copies along with a Certificate
of Corporate Status or Existence

Fee: \$100 if typed with no attachments
\$120 if not type or if attachments are included

(IDAHO - 2542 - 7/13/93)

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>PATRICK O'SHEA</u>	<u>President and Director</u>	<u>801 E. KATELLA AVE. STE. 370, ANAHEIM, California 92805</u>
<u>PATRICK O'SHEA</u>	<u>SECRETARY</u>	<u>801 E. KATELLA AVE. STE. 370, ANAHEIM, California 92805</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: MARCH 22, 1994

MEISSNER & WURST GMBH & CO. - U.S. OPERATIONS, INC.

(Corporation Name)

By

PATRICK O'SHEA Its President/Vice President (please specify)

and

PATRICK O'SHEA Its Secretary/Assistant Secretary (please specify)

STATE OF California

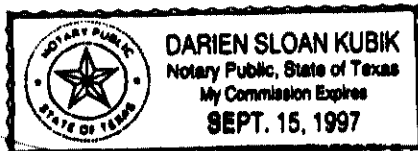
) ss:

COUNTY OF ORANGE

I, Darien Sloan Kubik, a notary public, do hereby certify that on this 22 day of March, 1994, personally appeared before me PATRICK O'SHEA, who being by me first duly sworn, declared that (s)he is the President of _____

MEISSNER & WURST GMBH & CO. - U.S. OPERATIONS, INC.

that (s)he signed the foregoing documents as President of the corporation and that the statements therein contained are true.



Darien Sloan Kubik
Notary Public

State of California

OFFICE OF THE SECRETARY OF STATE

RECEIVED
SEC. OF STATE

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CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **TONY MILLER**, Acting Secretary of State of the State of California, hereby certify:

That on the 21ST day of SEPTEMBER, 1990

MEISSNER & WURST GMBH & CO. - U.S. OPERATIONS, INC.

became incorporated under the laws of the State of California by filings its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation or of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all of its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I
execute this certificate and
affix the Great Seal of the
State of California this
4TH day of MARCH, 1994

Tony Miller
Acting Secretary of State