

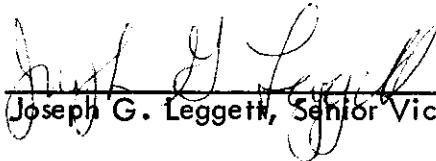
**CERTIFICATE OF WITHDRAWAL OF
JANSS CORPORATION
FROM INTRA-STATE BUSINESS IN THE STATE OF IDAHO**

In accordance with the provisions of Chapter 133 of the Session Laws of 1937 of the State of Idaho, and by authority of JANSS CORPORATION, a corporation organized and existing under the laws of the State of Delaware, the undersigned, being the Senior Vice-President and Secretary-Treasurer of said corporation, do hereby certify and declare as follows:

1. That said corporation hereby surrenders its authority to transact intra-state business in the State of Idaho;
2. That said corporation hereby consents that process against it in any action upon any liability or obligation incurred within the State of Idaho prior to the filing of this certificate of withdrawal in the office of the Secretary of State of said State may be served upon said Secretary of State;
3. That the Secretary of State of the State of Idaho may mail a copy of any process against said corporation that may be served upon him to Brian Corbell, whose post office address is One West Thousand Oaks Boulevard, Thousand Oaks, California, 91360.

IN WITNESS WHEREOF we have subscribed our names and caused the seal of said corporation to be affixed hereto, this 20th day of June, 1968.

(Corporate Seal)

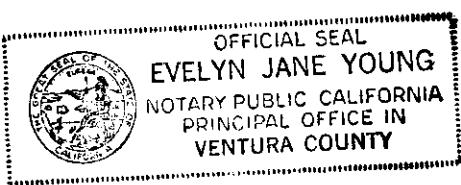

Joseph G. Leggett, Senior Vice President

Fred P. Wilson, Secretary-Treasurer

STATE OF CALIFORNIA)
COUNTY OF VENTURA)
ss.

On this 20th day of June, in the year 1968, before me, the undersigned, a Notary Public, personally appeared JOSEPH G. LEGGETT, Senior Vice-President, and FRED P. WILSON, Secretary-Treasurer, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged that they executed the same as Senior Vice-President and Secretary-Treasurer, respectively, of the corporation named therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.



Evelyn Jane Young
Notary Public in and for said County and
State
EVELYN JANE YOUNG
My Commission Expires July 25, 1971