

State of Idaho

Department of State

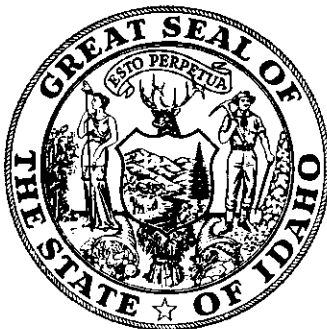
CERTIFICATE OF DISSOLUTION OF

IDAHO WELDING SUPPLY COMPANY, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of IDAHO WELDING SUPPLY COMPANY, INC., 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

April 5, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Angie Hoken*

ARTICLES OF DISSOLUTION
PURSUANT TO SECTION 30-1-92 OF THE
IDAHO BUSINESS CORPORATION ACT
OF
IDAHO WELDING SUPPLY COMPANY, INC.

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SECRETARY OF STATE

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Pursuant to the provisions of Section 30-1-92 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

FIRST: The name of the corporation is **Idaho Welding Supply Company, Inc.**

SECOND: The names and address of the last officers and directors of the corporation and their respective offices are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
W. J. Sheridan	c/o Liquid Air Corporation 2121 N. California Blvd., Suite 350 Walnut Creek, CA 94596	President & Director
John N. Baird	c/o Liquid Air Corporation 2121 N. California Blvd., Suite 350 Walnut Creek, CA 94596	Vice President & Director
Edward L. Walden	c/o Liquid Air Corporation 2121 N. California Blvd., Suite 350 Walnut Creek, CA 94596	Secretary
H. W. Hinkle	c/o Liquid Air Corporation 2121 N. California Blvd. Suite 350 Walnut Creek, CA 94596	Director

THIRD: The notice required by Section 30-1-87, Idaho Code, has been given.

FOURTH: All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefor.

FIFTH: All remaining property and assets of the corporation have been distributed among its shareholders, in accordance with the provisions in the articles of incorporation, or if there is no provision then in proportion to their respective rights and interests.

SIXTH: There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree which may be entered against it.

SEVENTH: A duplicate original of the consent of shareholders to dissolve or a verified copy of the resolution to dissolve is annexed hereto.

Dated March 27, 1993, 1993

Idaho Welding Supply Company, Inc.

By 
John N. Baird, Vice President

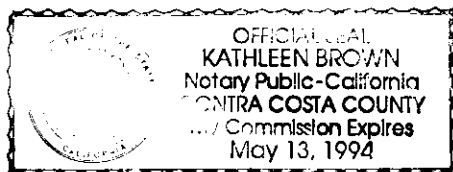
and 
Edward L. Walden, Secretary

STATE OF CALIFORNIA)
)
COUNTY OF CONTRA COSTA)

I, Kathleen Brown, a notary public, do hereby certify that on this 23 day of March, 1993, personally appeared before me John N. Baird, who, being by me first duly sworn, declared that he is the Vice President of **Idaho Welding Supply Company, Inc.**, that he signed the foregoing document as Vice President of the corporation, and that the statements therein contained are true.


Notary Public

(Notarial Seal)



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IDAHO WELDING SUPPLY COMPANY, INC.
§ 801 OF STATE

Consent of Sole Stockholder to Action Taken in Lieu of Meeting

The undersigned, being the sole stockholder of the outstanding common stock of Idaho Welding Supply Company, Inc. (the "Corporation"), a corporation duly existing under the laws of the State of Idaho does hereby consent to the following resolution as if adopted at a meeting:

RESOLVED, that the Corporation be dissolved and that upon effectiveness of the dissolution, the Board of Directors of the Corporation be and hereby is, authorized and directed to do and perform all acts which it deems necessary to effectuate the complete liquidation of the Company and the winding up of its affairs.

Date: April 30, 1992

LAI PROPERTIES, INC.

By: 

Title: Secretary