



Department of State.

**AMENDED CERTIFICATE OF AUTHORITY
OF**

LAWRENCE SYSTEMS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of **LAWRENCE SYSTEMS, INC.** 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 **XLS, INC.** to transact business in this State under the name **XLS, INC.** and attach hereto a duplicate original of the Application for such Amended Certificate.

Dated August 23, 19 85.



Pete T. Cenarrusa
SECRETARY OF STATE

Aug. J. Clark
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 March 2, 1981,
19____, authorizing it to transact business in the State of Idaho under the name of _____
Lawrence Systems, Inc.
2. Its corporate name has been changed to XLS, Inc.

(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 XLS, 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 July 29, 1985, 19____.

XLS, Inc.

By _____

Its Vice President

And _____

Its Assistant Secretary

STATE OF California)

COUNTY OF San Francisco) ss:

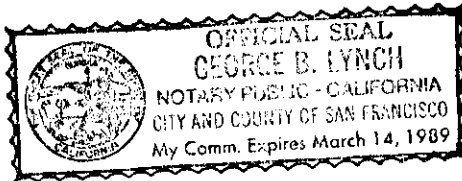
I, _____

James B. Lynch, a notary public, do hereby certify that on this
29th day of July, 1985, personally appeared

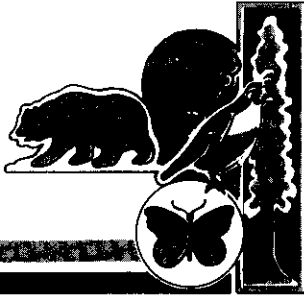
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before me Paul Farmer & Arthur W Jones, who being by me first duly sworn,
declared that ^{they} ~~he~~ is the V. P & Asst. Sec. of respectively of X. L. S., Inc.

that he signed the foregoing document as V. P. & Asst. Sec. respectively of the corporation and
that the statements therein contained are true.



George B. Lynch
Notary Public



State of California

OFFICE OF THE SECRETARY OF STATE

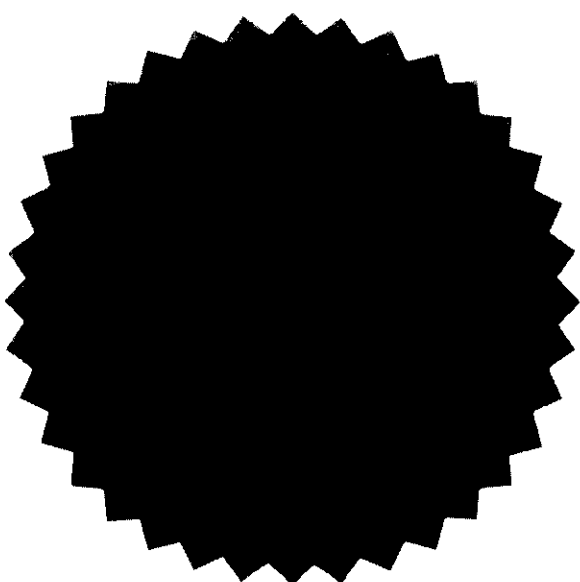
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STATE OF CALIFORNIA
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I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 3rd day of April, 19 85,
there was filed in this office a Certificate of Amendment

whereby Article FIRST
of the Articles of Incorporation of LAWRENCE SYSTEMS, INC.

a California corporation, was amended to set forth a change of corporate name
to XLS, INC.



IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
19th day of August, 1985

March Fong Eu

Secretary of State