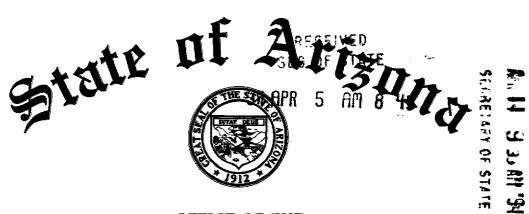
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OFFICE OF THE

CORPORATION COMMISSION

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

I, THE EXECUTIVE SECRETARY OF THE ARIZONA CORPORATION

COMMISSION, DO HEREBY CERTIFY THAT

KERLEY AG, 011295-7 an Arizona Corporation and

KERLEY CHEMICALS, INC. 022893-7 an Arizona Corporation and

KERLEY MINING, INC. 0163925-7 an Arizona Corporation

DID ON DECEMBER 28, 1993 MERGE INTO HICKSON KERLEY, INC., a Delaware Corporation, AUTHORIZED IN THIS STATE MARCH 30, 1988. HICKSON KERLEY, INC. IS THE SURVIVING CORPORATION.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this

25TH day of MARCH

19<u>94</u>, A.D.

EXECUTIVE SECRETARY