

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION**

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**E. E. C. CORPORATION**, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, **DONE BY THE BOARD:**

**FIRST:** That the Board of Directors of said corporation, at a meeting duly held, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

**RESOLVED** that the Certificate of Incorporation of this corporation be amended by striking out all of the article thereof numbered Fourth and by inserting in lieu thereof the following:

**"FOURTH.** The total number of shares of stock which the corporation shall have authority to issue is two hundred (200), and the par value of each of such shares is One Hundred Dollars (\$100.00) amounting in the aggregate to Twenty Thousand Dollars (\$20,000.00)."

**SECOND:** That the said amendment has been consented to and authorized by the holder of all the issued and outstanding stock, entitled to vote, by a written consent given in accordance with the provisions of section 242 of The General Corporation Law of Delaware, and filed with the corporation.

**THIRD:** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of sections 242 and 243 of The General Corporation Law of Delaware.

**FOURTH:** That the capital of said corporation will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said E. E. C. CORPORATION has caused its corporate seal to be hereunto affixed and this certificate to be signed by T. H. Sherie, its President, and Dale O. Morgan, its Secretary, this 5th day of January, 1966.

E. E. C. CORPORATION

By

T. H. Sherie

PRESIDENT

By

Dale O. Morgan

SECRETARY

(CORPORATE SEAL)

STATE OF INDIANA

COUNTY OF ADA

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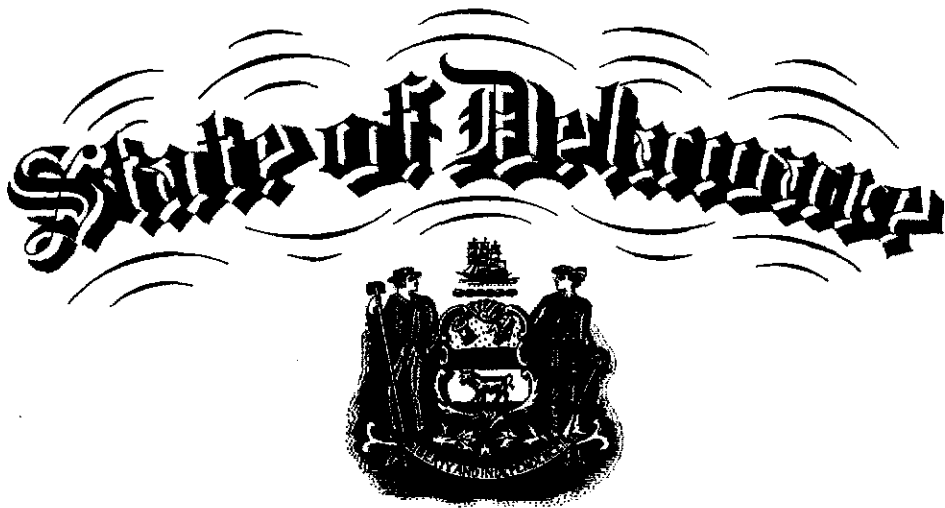
BE IT REMEMBERED that on this 5<sup>th</sup> day of January, 1966, personally came before me, Ellen C. Moore, a Notary Public in and for the County and State aforesaid, T. H. Morie, President of E. H. C. CORPORATION, a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said T. H. Morie as such President duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing certificate are in the handwriting of the said President and Secretary of said corporation respectively, and that the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

Ellen C. Moore

Notary Public

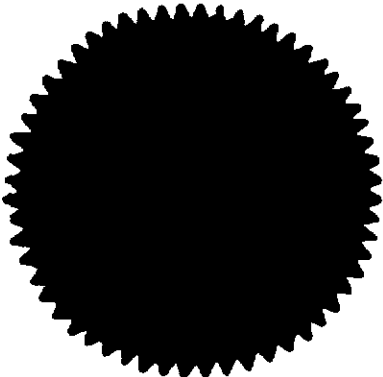
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**Office of Secretary of State.**

*I, Elisha C. Dukes, Secretary of State of the State of Delaware,*  
do hereby certify that the above and foregoing is a true and correct copy of  
Certificate of Amendment of Certificate of Incorporation of the  
"B. E. C. CORPORATION", as received and filed in this office the  
twenty-seventh day of January, A.D. 1966, at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand  
and official seal at Dover this twenty-seventh day  
of January in the year of our Lord  
one thousand nine hundred and sixty-six.



*Elisha C. Dukes*

Secretary of State

*N. L. Domes*

Asst. Secretary of State