

State of Idaho



AMENDED CERTIFICATE OF AUTHORITY OF

SMITH GM POWER, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of SMITH GM POWER, 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 SMITH DETROIT DIESEL ALLISON, INC.

to transact business in this State under the name
SMITH DETROIT DIESEL ALLISON, INC. and attach hereto a duplicate
original of the Application for such Amended Certificate.

Dated June 6, 1985.



Pete T. Cenarrusa
SECRETARY OF STATE

Jay T. 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 October 22,
1979, authorizing it to transact business in the State of Idaho under the name of Smith
GM Power, Inc.
2. Its corporate name has been changed to Smith Detroit Diesel Allison, Inc.

(Note: If the corporation name has not been changed, insert "No change.")

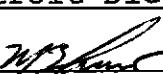
3. The name which it shall use hereafter in the State of Idaho is Smith Detroit Diesel Allison, Inc.
Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, 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.

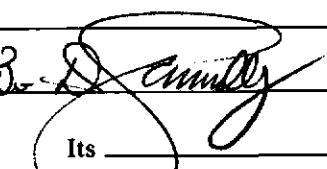
(Note: If no additional purposes are proposed, insert "No change.")

Dated 5-31-85, 1985.

Smith Detroit Diesel Allison, Inc.

By 

Its President

And 

Its Secretary

STATE OF UTAH)

) ss:

COUNTY OF SALT LAKE)

I, LINDA L. DECLERCQ, a notary public, do hereby certify that on this
31st day of MAY, 1985, personally appeared

(continued on reverse)

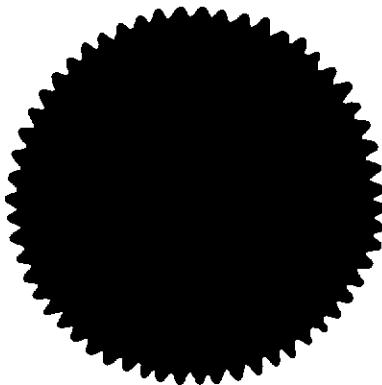


State of DELAWARE

Office of SECRETARY OF STATE

*I, Michael Harkins, Secretary of State of the State of Delaware,
do hereby certify that the "SMITH GM POWER INC.", filed a Certificate of Amendment,
changing its corporate title to "SMITH DETROIT DIESEL ALLISON, INC.", on the third
day of April, A.D. 1985, at 9 o'clock A.M.*

*In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this twenty-eighth day
of May in the year of our Lord
one thousand nine hundred and eighty-five*



Michael Harkins

Michael Harkins, Secretary of State