



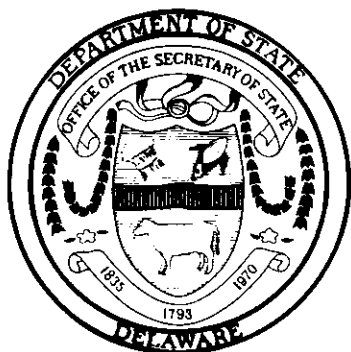
STY 622 12 30 84

Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY CERTIFICATE OF OWNERSHIP OF THE "REC ACQUISITION CORPORATION" A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, MERGING "RELIANCE ELECTRIC COMPANY" A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE WAS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1986, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "REC ACQUISITION CORPORATION", HAS RELINQUISHED ITS CORPORATE TITLE



737084022

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: ;1180985

DATE: 03/25/1987



737084022
10 04

Office of Secretary of State

AND ASSUMED IN PLACE THEREOF "RELIANCE ELECTRIC INDUSTRIAL
COMPANY"

! ! ! ! ! ! ! ! ! ! !



737084022

Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 1180985

DATE: 03/25/1987