

Department of State.

**CERTIFICATE OF QUALIFICATION OF
FOREIGN CORPORATION**

I, JAS. H. YOUNG, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

THE EIMCO CORPORATION

a corporation duly organized and existing under the laws of **Delaware** has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the **7th** day of **October** 19**57**, a properly authenticated copy of its articles of incorporation, and on the **7th** day of **October** 19 **57**, a designation of **J. L. Eberle** in the County of **Ada** as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY, That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **7th** day of **October**, A.D. 19**57**.

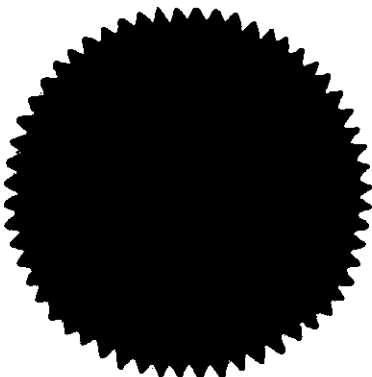
Secretary of State.



Office of Secretary of State.

I, John N. McDowell, 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 before Payment of Capital of "THE EIMCO CORPORATION", as received and filed in this office the twenty-seventh day of September, A.D. 1957, 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 September in the year of our Lord one thousand nine hundred and fifty-seven.



John N. McDowell
Secretary of State

W. D. Tomlinson
Ass't. Secretary of State

CERTIFICATE OF INCORPORATION

OF

THE EIMCO CORPORATION

* * * * *

FIRST. The name of the corporation is

THE EIMCO CORPORATION

SECOND. Its principal office in the State of Delaware is located at No. 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name and address of its resident agent is The Corporation Trust Company, No. 100 West Tenth Street, Wilmington 99, Delaware.

THIRD. The nature of the business, or objects or purposes to be transacted, promoted or carried on are:

To manufacture, construct, assemble, or in any manner acquire, hold, own, repair, service, install, maintain, operate, lease, hire, distribute, transport, import, export, finance, sell, convey, grant the use of, or otherwise dispose of, and to generally deal in and with, as principal or agent, mining equipment, tractors, road building equipment, conveyors, filters and power equipment of all kinds and description.

To manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise and personal property of every class

and description.

To acquire, and pay for in cash, stock or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To acquire, hold, use, sell, assign, lease, grant licenses in respect of, mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trade-marks and trade names, relating to or useful in connection with any business of this corporation.

To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, bonds, debentures, notes, trust receipts, and other securities, obligations, choses in action and evidences of indebtedness or interest issued or created by any corporations, joint stock companies, syndicates, associations, firms, trusts or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality or other political subdivision or by any governmental agency, and as owner thereof to possess and exercise all the rights, powers and privileges of ownership, including the right to execute consents and

vote thereon, and to do any and all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

To borrow or raise moneys for any of the purposes of the corporation and, from time to time without limit as to amount, to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

To loan to any person, firm or corporation any of its surplus funds, either with or without security.

To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital except as otherwise permitted by law, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

To have one or more offices, to carry on all or any of its operations and business and without restriction

or limit as to amount to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of, real and personal property of every class and description in any of the states, districts, territories or colonies of the United States, and in any and all foreign countries, subject to the laws of such state, district, territory, colony or country.

In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Delaware upon corporations formed under the General Corporation Law of the State of Delaware, and to do any or all of the things hereinbefore set forth to the same extent as natural persons might or could do.

The objects and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the objects and purposes specified in each of the foregoing clauses of this article shall be regarded as independent objects and purposes.

FOURTH. The total number of shares of stock which the corporation shall have authority to issue is one thousand (1,000) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to One Thousand Dollars (\$1,000.00).

FIFTH. The minimum amount of capital with which the corporation will commence business is One Thousand Dollars (\$1,000.00).

SIXTH. The names and places of residence of the incorporators are as follows:

<u>NAMES</u>	<u>RESIDENCES</u>
H. K. Webb	Wilmington, Delaware
H. C. Broadt	Wilmington, Delaware
L. P. Leager	Wilmington, Delaware

SEVENTH. The corporation is to have perpetual existence.

EIGHTH. The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

NINTH. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make, alter or repeal the by-laws of the corporation.

To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.

To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created.

By resolution passed by a majority of the whole

board, to designate one or more committees, each committee to consist of two or more of the directors of the corporation, which, to the extent provided in the resolution or in the by-laws of the corporation, shall have and may exercise the powers of the board of directors in the management of the business and affairs of the corporation, and may authorize the seal of the corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the by-laws of the corporation or as may be determined from time to time by resolution adopted by the board of directors.

When and as authorized by the affirmative vote of the holders of a majority of the stock issued and outstanding having voting power given at a stockholders' meeting duly called for that purpose, or when authorized by the written consent of the holders of a majority of the voting stock issued and outstanding, to sell, lease or exchange all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration, which may be in whole or in part shares of stock in, and/or other securities of, any other corporation or corporations, as its board of directors shall deem expedient and for the best interests of the corporation.

TENTH. Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application

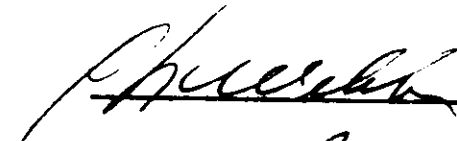

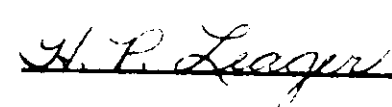

in a summary way of this corporation or of any creditor or stockholder thereof, or on the application of any receiver or receivers appointed for this corporation under the provisions of section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

ELEVENTH. Meetings of stockholders may be held outside the State of Delaware, if the by-laws so provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation. Elections of directors need not be by

ballot unless the by-laws of the corporation shall so provide.

TWELFTH. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands and seals this tenth day of July A.D. 1957.

STATE OF DELAWARE }
COUNTY OF NEW CASTLE } ss:

BE IT REMEMBERED that on this tenth day of
July A.D. 19 57 personally came before me, a Notary
Public for the State of Delaware, H. K. Webb,
H. C. Broadt and L. P. Leager, all of the parties to the
foregoing certificate of incorporation, known to me per-
sonally to be such, and severally acknowledged the said cer-
tificate to be the act and deed of the signers respectively
and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and
year aforesaid.

M. RUTH MANNERING,
NOTARY PUBLIC
APPOINTED FEB. 12, 1957
TERM TWO YEARS
STATE OF DELAWARE

M. Ruth Mannering
Notary Public

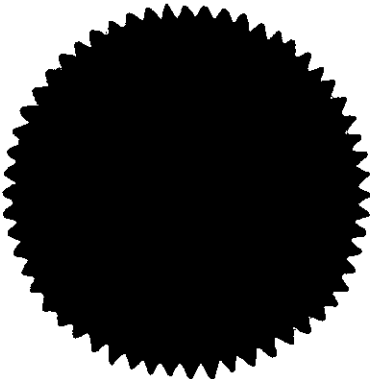
State of Delaware



Office of Secretary of State

I, John N. McDowell, 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 Incorporation of "THE EIMCO CORPORATION", as received and filed in this office the tenth day of July, A.D. 1957, 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 September in the year of our Lord one thousand nine hundred and fifty-seven.



John N. McDowell
Secretary of State

M. D. Tomlinson

Asst. Secretary of State

THE EIMCO CORPORATION
CERTIFICATE OF AMENDMENT
OF

CERTIFICATE OF INCORPORATION
BEFORE PAYMENT OF CAPITAL.

Pursuant to Section 241 of the General Corporation Law of the State of Delaware.

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We, the undersigned, being all of the incorporators of The Eimco Corporation, a corporation organized and existing under the laws of the State of Delaware, DO HEREBY CERTIFY:

FIRST: That the Certificate of Incorporation of said THE EIMCO CORPORATION, as now constituted, has been amended in the following respects:

(a) By changing Article FOURTH thereof, which now reads as follows:

"FOURTH: The total number of shares of stock which the corporation shall have authority to issue is one thousand (1,000) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to One Thousand Dollars (\$1,000.00)."

to read, in its entirety, as follows:

"FOURTH: The total number of shares of all classes of stock which the corporation shall have

authority to issue is one million one hundred thousand (1,100,000) of which one hundred thousand (100,000) shares are to be Preferred Stock of the par value of Fifty Dollars (\$50) per share, and one million (1,000,000) shares are to be Common Stock of the par value of One Dollar (\$1) per share."

I. The holders of the Preferred Stock shall be entitled to receive out of the net income or earned surplus of the corporation available for dividends, when and as declared by the Board of Directors, cumulative cash dividends at the rate of Three Dollars (\$3) per share per annum, and no more, payable quarterly on the last days of March, June, September and December in each year, accruing from the date of issue of such Preferred Stock, before any dividends shall be declared and paid upon or set apart for the Common Stock. Dividends upon the Preferred Stock shall be cumulative, so that if dividends upon the outstanding Preferred Stock at the rate of Three Dollars (\$3) per share per annum from the date or dates on which such dividends commence to accrue to the end of the then current quarterly dividend period for the Preferred Stock shall not have been paid or declared and a sum sufficient for the payment thereof set apart, the amount of the deficiency shall be paid or dividends in such amount declared and set apart for payment before any dividend or other distribution (except a dividend payable in Common Stock of the corporation) shall be declared or made or paid or set apart for the Common Stock of the corporation. Arrears of

dividends shall not bear interest. After the requirements in respect of dividends on the Preferred Stock as hereinbefore set forth to the end of the then current quarterly dividend period for the Preferred Stock shall have been met, the holders of the Common Stock shall be entitled to receive out of any remaining net income or earned surplus of the corporation available for dividends, such dividends as may from time to time be declared by the Board of Directors, and the holders of the Common Stock shall be entitled to share ratably in any dividends so declared to the exclusion of the holders of the Preferred Stock. The term "dividends accrued or in arrears" whenever used herein shall be deemed to mean an amount which shall be equal to dividends on the Preferred Stock at the rate of Three Dollars (\$3) per share per annum from the date or dates on which such dividends commenced to accrue to the end of the then current quarterly dividend period for the Preferred Stock (or in the case of Preferred Stock called for redemption, to the date fixed for the redemption thereof), less the amount of all dividends paid upon such stock.

II. At any time all of the Preferred Stock then outstanding, or from time to time any part thereof, may at the option of the Board of Directors be redeemed on not less than thirty (30) nor more than forty (40) days' prior written notice, given as herein provided, at the following redemption prices: 106 $\frac{1}{2}$ % to September 30, 1958; 106% to September 30, 1959; 105 $\frac{1}{2}$ % to September 30, 1960; 105% to September 30, 1961; 104 $\frac{1}{2}$ % to September 30, 1962; 104% to September 30, 1963; 103 $\frac{1}{2}$ % to September 30, 1964; 103% to

September 30, 1965; 102½% to September 30, 1966; 102% to September 30, 1967; 101½% to September 30, 1968; 101% to September 30, 1969; 100-3/4% to September 30, 1970; 100½% to September 30, 1971 and 100½% thereafter, plus an amount equal to any and all dividends accrued or in arrears, whether earned or not earned, but without interest. In case less than all of the shares of the Preferred Stock at any time outstanding shall be called for redemption, the shares to be redeemed shall be determined by lot in such manner as may be fixed by the Board of Directors. In case the Board of Directors shall elect to redeem all or any part of the shares of the Preferred Stock then outstanding, notice of such election shall be given by mailing the same to every holder of record of the Preferred Stock, any of whose shares of the Preferred Stock are then to be redeemed, not less than thirty (30) nor more than forty (40) days prior to the date fixed as the date for the redemption thereof, at the respective addresses of such holders as the same shall appear on the stock transfer books of the corporation. On and after the date specified in such notice, each holder of shares of the Preferred Stock called for redemption, upon presentation and surrender at the place designated in such notice of the certificates for shares of the Preferred Stock held by such holder and called for redemption, properly endorsed in blank for transfer or accompanied by proper instrument of assignment or transfer in blank, and bearing all necessary transfer tax stamps thereto affixed and canceled, shall be entitled to receive therefor the redemption price hereinbefore specified. In case the corporation shall give notice

of redemption as aforesaid (unless the corporation shall fail to pay the redemption price of the Preferred Stock presented for redemption in accordance with such notice), all shares of the Preferred Stock called for redemption shall be deemed to have been redeemed on the date specified in such notice, whether or not the certificates for said shares shall be surrendered for redemption and cancellation, and said shares of the Preferred Stock so called for redemption shall from and after said date cease to represent any interest whatever in the corporation or its property, and the holders thereof shall have no rights other than the right to receive said redemption price, but without any dividends from and after said date.

III. As and for a Sinking Fund for the retirement of the Preferred Stock (hereinafter called the Sinking Fund), on or before the 30th day of September in each year (hereinafter called the Sinking Fund date) commencing with the year 1958, the corporation shall set aside until all shares of Preferred Stock are redeemed the sum of Three Hundred and Thirty-Three Thousand Four Hundred Dollars (\$333,400), (or such smaller amount as shall be required to redeem a remaining number of shares of Preferred Stock). The Sinking Fund requirement in any year shall be reduced by an amount equal to the cost (not exceeding the redemption price hereinafter in this paragraph III specified) to the corporation of all shares of the Preferred Stock purchased by the corporation and retired and canceled during the twelve months period next preceding the Sinking Fund date with funds of the corporation not theretofore set aside for the Sinking Fund or otherwise required to be applied to the purchase or redemption of shares of the

Preferred Stock. The amount set aside for the Sinking Fund on each Sinking Fund date shall be applied to the redemption of shares of the Preferred Stock on the next November 30th in the manner provided in paragraph II hereof, except that during any period prior to the time when any call for redemption is required to be made, the corporation may apply any or all of such funds to the purchase of shares of the Preferred Stock on the open market, or at private sale, or by call for tenders, as the corporation may elect, and any of such funds so applied shall reduce the amount required to be applied to such redemption. No dividend or distribution shall be declared, made, paid or set apart with respect to the Common Stock at any time during which there exists a default in a Sinking Fund payment. The redemption price of all shares of the Preferred Stock redeemed for^{the} Sinking Fund shall be One Hundred Dollars (\$100) plus an amount equal to any and all dividends accrued or in arrears, whether or not earned but without interest.

IV. All shares of the Preferred Stock redeemed under the provisions of paragraph II or paragraph III hereof, or purchased by the corporation for the Sinking Fund, or the purchase of which is credited to the Sinking Fund under the provisions of paragraph III hereof, shall be forthwith retired and canceled and shall not be reissued, nor shall any other stock be issued in place thereof, but the corporation may, nevertheless, from time to time thereafter, increase its capital stock in the manner and to the extent permitted by law and by its Certificate of Incorporation.

V. In the event of any voluntary liquidation, dissolution or winding up of the corporation, the holders of the Preferred Stock shall be entitled to be paid in full out of the assets of the corporation before any amount shall be paid out of said assets to the holders of the Common Stock of the corporation a sum equal to the then applicable redemption price other than for purposes of the Sinking Fund, and in the event of the involuntary liquidation, dissolution, or winding up of the corporation, the sum of One Hundred Dollars (\$100) per share, plus in either event an amount equal to all dividends accrued or in arrears, whether or not earned but without interest, and the holders of the Preferred Stock shall not be entitled to any other or further dissolution of assets. The consolidation or merger of the corporation with any other corporation or corporations shall not be deemed a liquidation, dissolution or winding up of the corporation within the meaning of this paragraph V, provided that any such consolidation or merger shall have been approved by the affirmative vote of the holders of two-thirds of the total number of shares of the Preferred Stock then outstanding. Upon any liquidation, dissolution or winding up of the corporation, after payment in full to the holders of the Preferred Stock of the corporation of the sum which such holders are in such case entitled to receive, the holders of the Common Stock shall be entitled to receive and be paid all the remaining assets of the corporation.

VI. The holders of the Common Stock shall be entitled to one vote per share. The holders of the Preferred Stock shall not be entitled to any vote or to receive any

notice of meetings of stockholders except that (1) whenever and so long as the cumulative dividends upon the Preferred Stock shall be in arrears in an amount equal to six quarterly dividends, the holders of the Preferred Stock voting separately as a class to the exclusion of the holders of the Common Stock shall be entitled at the next ensuing annual meeting to vote for the election of two of the Directors of the corporation and such right shall continue until there are no dividends in arrears upon the Preferred Stock; and (2) if any proposed amendment of the Certificate of Incorporation of the corporation as from time to time amended would alter or change the preferences, special rights or powers given to the Preferred Stock by the Certificate of Incorporation of the corporation as from time to time amended so as to affect the Preferred Stock adversely, then the affirmative vote of two-thirds (2/3rds) in interest of the Preferred Stock so affected by such proposed amendment shall be necessary to the adoption thereof in addition to any other vote required by law. An amendment to the Certificate of Incorporation creating a class of stock prior to the Preferred Stock as to dividends or as to liquidation shall be deemed to affect the Preferred Stock adversely within the meaning of this paragraph VI. An amendment to the Certificate of Incorporation of the corporation increasing the number of shares of Preferred Stock or creating another class of stock on a parity with the Preferred Stock as to dividends or as to liquidation shall not be so deemed to affect the Preferred Stock adversely, but the affirmative vote of a majority in interest of the Preferred Stock shall

be deemed necessary to the adoption of any such amendment in addition to any other vote required by law."

(b) By adding the following new articles immediately following Article TWELFTH, as follows:

THIRTEENTH: A director may hold any remunerative office of profit with the corporation in addition to the office of director. In the absence of fraud, no contract or other transaction between the corporation and any other corporation or any partnership or association shall be affected or invalidated in any way by the fact that any director or officer of the corporation is pecuniarily or otherwise interested in or is a director, member or officer of such other corporation or of such partnership or association or is a party to or is pecuniarily or otherwise interested in such contract or other transaction, or in any way connected with any person or persons, partnership, association or corporation pecuniarily or otherwise interested therein; provided that such interest shall be fully disclosed or otherwise known to the board of directors at the meeting of the board at which such contract or transaction is authorized or confirmed; any director may be counted in determining the existence of a quorum at any meeting of the board of directors of the corporation for the purpose of authorizing or confirming any such contract or transaction, with like force and effect as if he were not so interested or were not a director, member or officer of such other corporation, partnership or association or otherwise in any way connected with such other corporation, partnership or association, and any Director may vote upon such matters as if he were not so interested.

The board of directors, in its discretion, may submit any contract or act for approval or ratification at any special meeting of the stockholders the notice of which shall state that it is called for the purpose, or in part for the purpose, of considering any such contract or act, or at any annual meeting, and any contract or act that shall be approved or be ratified by the vote of the holder or holders of a majority in amount of the stock of the corporation having voting power present in person or by proxy at such meeting (provided that a lawful quorum of such stockholders be there present or by proxy) shall be as valid and as binding upon the corporation and upon all the stockholders as though it had been approved and ratified by every stockholder of the corporation.

FOURTEENTH: The corporation shall and hereby does indemnify any and all of its directors and officers and former directors and officers and any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been directors or officers or a director or officer of the corporation, or of such other corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other

rights to which those indemnified may be entitled, under any By-Laws, agreement, vote of stockholders or otherwise.

FIFTEENTH: No stockholder of the corporation shall have any preemptive or preferential right to purchase or subscribe for any stock or options or option warrants and/or any other securities of any or all classes of the corporation unissued, whether now or hereafter authorized, or acquired by the corporation, or any bonds, notes, debentures, or other obligations or securities convertible into stock of the corporation. The Board of Directors may cause to be issued the stock of the corporation, or options, option warrants, bonds, notes, debentures, or other obligations or securities convertible into stock, without offering such stock, options, option warrants or such bonds, notes, debentures, or other obligations or securities, either in whole or in part to the stockholders. The acceptance of stock of this corporation, or dividends thereon, shall be a waiver of any preemptive or preferential right which notwithstanding this provision might otherwise be asserted by a stockholder of the corporation.

SECOND: That the foregoing amendment has been duly adopted in accordance with the provisions of Section 241 of the General Corporation Law of the State of Delaware.

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

IN WITNESS WHEREOF, the undersigned incorporators have made this Certificate this 26 day of September, 1957.


H. K. WEBB


H. C. BROADT


H. P. LEAGER

STATE OF DELAWARE)
 SS
COUNTY OF NEW CASTLE)

BE IT REMEMBERED that on this 26 day of September,
A. D., 1957, personally came before me, a Notary Public
for the State of Delaware, H. K. Webb, H. C. Broadt and
H. P. Leager, all of the parties to the foregoing
amendment to the certificate of incorporation, known to me
personally to be such, and severally acknowledged the said
amendment to be the act and deed of the signers respectively
and that the facts therein stated are truly set forth.

GIVEN under my hand and seal of office the day and
year aforesaid.

M. Ruth Mannering
Notary Public

M. RUTH MANNERING,
NOTARY PUBLIC
APPOINTED FEB. 12, 1957
TERM TWO YEARS
STATE OF DELAWARE