

835938



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 10, 1997

Michael Cottrell
Centrico Inc.
100 Fairway Court
Northvale, NJ 37647

000002315460--2
-10/08/97--01115--003
*****35.00 *****35.00

SUBJECT: CENTRICO INC.
Ref. Number: 835938

We have received your document for CENTRICO INC. and check(s) totaling \$. However, your check(s) and document are being returned for the following:

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 397A00045080

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 30 AM 10:05

W97-20909

FILED 35
AGENT
CERT. COPY
CUS
OVERPAYMENT
TOTAL 35

N/C Amend
SP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 30 AM 10:05

1. Centrico Inc.

2. New York
Incorporated under laws of

3. 3/15/76
Date authorized to do business in Florida

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 30, 96

5. Westalia Separator, Inc.
Name of corporation after the amendment: addition SS

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

Joseph Lopez
Signature

Joseph Vozzia
Typed or printed name

8/26/97
Date

Controller
Title

1960430000384

FILED
APR 14 12 11 PM '96

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
CENTRICO, INC.

UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

RECEIVED
APR 30 12 10 PM '96
LC
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED APR 30 1996
TAXES
BY:
NEW YORK

MILES & STOCKBRIDGE
10 LIGHT STREET
BALTIMORE, MD 21202

3 0000394

State of New York }
Department of State } ss:

I hereby certify that I have compared the annexed copy of the original document filed by the Department of State and that the same is a correct transcript of said original.

Witness my hand and seal of the Department of State on --

APR 30 1996



Albion F. Trachsel
Secretary of State

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
CENTRICO, INC.

UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

We, the undersigned, MICHAEL MUELLER-HABIG and JAMES C. DOUB,
being respectively the President and Secretary of CENTRICO, INC.,
hereby certify that:

FIRST: The name of the Corporation is:

CENTRICO, INC.

SECOND: The Certificate of Incorporation was filed by the
New York Department of State on March 17, 1950.

THIRD: The Certificate of Incorporation is hereby amended
so as to change the name of the Corporation to Westfalia Separator,
Inc.


FOURTH: To accomplish the foregoing, the following changes,
amendments, and additions are made in the Certificate of
Incorporation of this Corporation, to wit:

ARTICLE FIRST of said Certificate of Incorporation now shall
read as follows:

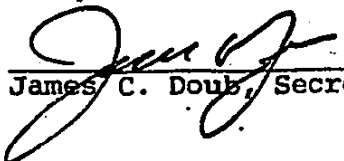
"FIRST. The name of the Corporation is Westfalia
Separator, Inc."

FIFTH: The foregoing amendments of the Certificate of
Incorporation were duly authorized pursuant to the unanimous
written consent of the Board of Directors, followed by the
unanimous written consent of all of the Shareholders entitled to
vote thereon, dated April 22, 1996.

IN WITNESS WHEREOF, this Certificate has been signed this 22nd
day of April, 1996 by the undersigned, who affirm, under the
penalties of perjury, that the statements herein are true.



Michael Mueller-Habig, President



James C. Doub, Secretary

bicertof.and
04/19/96:awb