

849527

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: The Marley Cooling Tower Company
(Name of corporation)

DOCUMENT NUMBER: 849527

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

Denise Williams

(Name of person)

SPX Corp

(Name of firm/company)

700 Terrace Point Dr.

(Address)

Muskegon, Mi 49443

(City/state and zip code)

For further information concerning this matter, please call:

Denise Williams

(Name of person)

at

231-724-5803

(Area code & daytime telephone number)

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-07/29/02--01068--004
*****35.00 *****35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 JUL 29 PM 4:42

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

name change
08/01/02
DC

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I

(1 - 3 MUST BE COMPLETED)

849527

Document Number of Corporation (If known)

1. The Marley Cooling Tower Company
(Name of corporation as it appears on the records of the Department of State)
2. Delaware (Incorporated under laws of)
3. 6-25-81 (Date authorized to conduct affairs in Florida)

SECTION II

(4 - 7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 27, 2002

5. Marley Cooling Technologies, Inc.
(Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

NA
(New duration)

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

NA
(New jurisdiction)

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(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Patrick J. O'Leary
(Typed or printed name)

7-11-02
(Date)

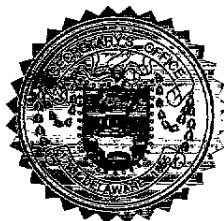
Vice President
(Title)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THE MARLEY COOLING TOWER COMPANY", CHANGING ITS NAME FROM "THE MARLEY COOLING TOWER COMPANY" TO "MARLEY COOLING TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2002, AT 4:30 O'CLOCK P.M.



0914635 8100

020462469

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1894134

DATE: 07-19-02

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
THE MARLEY COOLING TOWER COMPANY

The Marley Cooling Tower Company, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board adopted the following resolutions proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of the Corporation be amended by changing the FIRST Article thereof so that said Article shall read as follows: The name of the corporation is Marley Cooling Technologies, Inc.

SECOND: That the sole shareholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, The Marley Cooling Tower Company has caused this certificate to be signed by Christopher J. Kearney, its Executive Vice President and Secretary, this 26th day of June, 2002.

By: /s/ Christopher J. Kearney
Christopher J. Kearney
Executive Vice President and Secretary