

P40947

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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T BROWN JAN 16 2003

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: FANUC Robotics North America, Inc.
(Name of corporation)

DOCUMENT NUMBER: P40947

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Geri Konon

(Name of person)

FANUC Robotics America, Inc.

(Name of firm/company)

3900 W. Hamlin

(Address)

Rochester Hills, MI 48309

(City/state and zip code)

For further information concerning this matter, please call:

Geri Konon

(Name of person)

at (248) 377-7310
(Area code & daytime telephone number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

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

Delaware

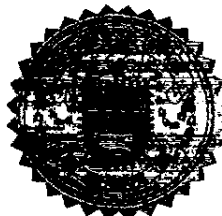
PAGE 1

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 "FANUC ROBOTICS NORTH AMERICA, INC.", CHANGING ITS NAME FROM "FANUC ROBOTICS NORTH AMERICA, INC." TO "FANUC ROBOTICS AMERICA, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF NOVEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2003.



2307917 8100

020713372

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2101358

DATE: 11-20-02

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

FANUC Robotics North America, Inc., 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, at a meeting duly held on September 3, 2002, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that, effective January 1, 2003, the Certificate of Incorporation of FANUC Robotics North America, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

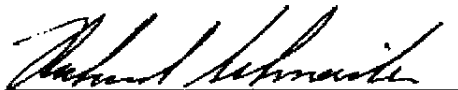
"The name of the corporation is FANUC Robotics America, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder has given 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, said FANUC Robotics North America, Inc. has caused this certificate to be signed by Richard E. Schneider, its President, this 8th day of November, 2002.

By:



Richard Schneider, President

Attest:



Steve Stanko (Assistant) Secretary