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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

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-03/25/98--01001--016
*****35.00 *****35.00

CORPORATION(S) NAME

Mag - Lectrix Components, Inc.
changing name to:

Song - Chuan U.S.A., Inc.

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Co. | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | | <input type="checkbox"/> UCC Filing |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
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| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
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MAR 24 1998

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DIVISION OF CORPORATIONS
98 MAR 24 PM 4:51

CR2E031 (1-89)

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

SECTION I (1-3 must be completed)

1. Mag-Lectrix Components, Inc.

Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Texas

3. Date authorized to do business in Florida: November 18, 1996

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAR 24 PM 4:51

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?

January 1, 1998

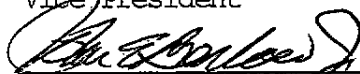
5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Song-Chuan U.S.A., Inc.

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

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

John E. Barlow, Jr.
Vice President



Signature
Name and Title

2/24/98
Date



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is/are true and correct copies of the following described document(s) on file in this office:

SONG-CHUAN U.S.A., INC.
FILE NO. 1419881-0

ARTICLES OF AMENDMENT

JANUARY 1, 1998

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on March 12, 1998.



Alberto R. Gonzales
Secretary of State

DAE

FILED
in the Office of the
Secretary of State of Texas

JAN 01 1998

Corporations Section

MAG-LECTRIX COMPONENTS, INC.

ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE.

The name of the Corporation is MAG-LECTRIX COMPONENTS, INC.

ARTICLE TWO.

The following amendments to the Articles of Incorporation were adopted by the Shareholders of the Corporation on December 1, 1997:

1. The name of the Corporation is changed.
2. The Corporation is authorized to issue Class "A" Common Stock and Class "B" Common Stock, and provision is made for the exchange of the outstanding shares for the newly authorized shares.

ARTICLE THREE.

The amendment amends Article One of the Articles of Incorporation to read as follows:

"Article One

"The name of the Corporation is SONG-CHUAN
U.S.A., INC."

ARTICLE FOUR.

The amendment amends Article Four of the Articles of Incorporation to read as follows:

"Article Four

"The Corporation shall have authority to issue Class "A" Common Stock and Class "B" Common Stock. Both classes of Common Stock shall participate equally in dividends, but the right to vote Stock of the Corporation shall be restricted to holders of Class "A" Common Stock, except as otherwise provided by the Texas Business Corporation Act. The proportions of Class "A" Common Stock and Class "B" Common Stock which are to be issued shall be discretionary with the Board of Directors of the Corporation."

"The aggregate number of shares of Class "A" Common Stock which the Corporation shall have authority to issue will be 25,000 shares, having a par value of \$1,000 each. The aggregate number of shares of Class "B" Common Stock which the Corporation shall have authority to issue shall be 250 shares, having a par value of \$1,000 each."

ARTICLE FIVE.

The number of shares of the Corporation outstanding at the time of the adoption of the amendments was 500; and the number of shares entitled to vote thereon was 500.

ARTICLE SIX.

The holders of all of the shares outstanding and entitled to vote on said amendments have signed a consent in writing adopting said amendments, pursuant to Article 9.10(A) of the Texas Business Corporation Act, dated December 1, 1997.

ARTICLE SEVEN.

The manner in which the exchange and cancellation of issued shares shall be effected is as follows:

"Upon receipt by the Corporation of notice of the approval of these Articles of Amendment by the Secretary of State of Texas, the Secretary of the Corporation shall notify the holders of outstanding shares of stock to present their respective certificates for shares of stock at the offices of the Corporation and upon such presentation, the Secretary of the Corporation shall proceed to cancel such old certificates and shall issue to the holders thereof new stock certificates on the basis of one share of old Common Stock for one share of the newly authorized Class "A" Common Stock."

DATED: December 1, 1997.

MAG-LECTRIX COMPONENTS, INC.

By: 
John E. Barlow, Jr., Secretary