



THE UNITED STATES CORPORATION COMPANY

F97000002730

ACCOUNT NO. : 072100000032

REFERENCE : 423671 4304756

AUTHORIZATION :

Patricia Pappalardo

COST LIMIT : \$ 35.00

ORDER DATE : June 10, 1997

ORDER TIME : 9:24 AM

ORDER NO. : 423671-005

CUSTOMER NO: 4304756

CUSTOMER: Robert Porcelli, Legal Asst
Bingham, Dana & Gould
150 Federal St.

Boston, MA 02110

Name Change
200002208682--9

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
97 JUN 28 PM 1:34

FILED

FOREIGN FILINGS

NAME: MID-WEST WHOLESALE HARDWARE CO

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

RECEIVED
97 JUN 11 AM 10:43
DIVISION OF CORPORATION

*002250, 00502, 00672



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 11, 1997

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: MWH ACQUISITION CORP.
Ref. Number: F97000002730

RESUBMIT
Please give original
submission date as file date.

We have received your document for MWH ACQUISITION CORP. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 697A00031440

RECEIVED
JUN 11 1997
CORPORATION
15

PROFIT CORPORATION

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

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

FILED
97 JUN 24 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I

(1-3 must be completed)

1. MWH Acquisition Corp.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. May 22, 1997
Incorporated under the laws of Date authorized to do business 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? _____
5. Mid-West Wholesale Hardware Co.
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.

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

New Jurisdiction


Signature
TIMOTHY H. ROBINSON
Typed or printed name

6/2/97
Date
Assistant Secretary
Title

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "MWH ACQUISITION CORP.", FILED A CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME TO "MWD-WEST WHOLESALE HARDWARE CO.", THE SECOND DAY OF JUNE, A.D. 1997, AT 9 O'CLOCK A.M.



2719228 8320

971180145

Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

AUTHENTICATION:

8492166

DATE:

06-03-97

F97000002969



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: June 23, 1997

RE: Glenayre Electronics, Inc.,

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1987 of \$1321.25 and foreign non-qualified penalties of \$ 5000.00 assessed at the statutory minimum in settlement of any and all claims and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

GTY/gty