

TANNER & GUIN, P.C.

ATTORNEYS AT LAW

CAPITOL PARK CENTER
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WEB SITE www.tannerguin.com

December 23, 1997

PO 7346

VIA OVERNIGHT DELIVERY

Florida Secretary of State
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

800002382668--0
-12/24/97-01081--009
*****35.00 *****35.00

RE: *Industrial Electronics Group, Inc.*

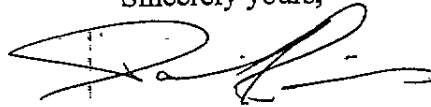
Dear Sir or Madam:

Enclosed please find an original and one copy of an Application for Foreign Amendment, original certificate from the Alabama Secretary of State evidencing the reservation of the new corporate name, and a check payable to the Florida Secretary of State's office in the amount of \$35.00 for the filing fee. I have also enclosed for your information a copy of the Articles of Amendment, which were filed in the records of the Probate Judge of Hale County, Alabama on December 23, 1997.

Please file these documents in your office and return the file-stamped Application and evidence of foreign name amendment to me in the enclosed self-addressed, stamped envelope.

If you have any questions, please do not hesitate to call.

Sincerely yours,



David E. Rains
Attorney at Law

FILED
97 DEC 31 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

pc: Ms. Betty D. Teal

91889.1/PSB.fhh

Name Change
NFT 1-21-98

W98000000308

Writer's Direct Dial: (205) 349-4328 Ext. 236
Writer's Email Address: drains@tannerguin.com

*789,646,671



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 6, 1998

David E. Rains, Esquire
% Tanner & Guin
Post Office Box 3206
Tuscaloosa, AL 35403

SUBJECT: INDUSTRIAL ELECTRONICS AND VALVE REPAIR, INC.
Ref. Number: P07346

We have received your document for INDUSTRIAL ELECTRONICS AND VALVE REPAIR, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 798A00000758

TANNER & GUIN, L.L.C.

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January 16, 1998

Ms. Louise Flemming-Jackson
Corporate Specialist Supervisor
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

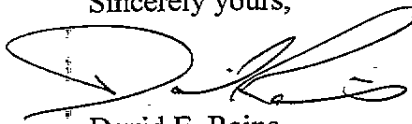
*RE: Industrial Electronics and Valve Repair, Inc.'s Corporate Name Change
to Industrial Electronics Group, Inc.; Ref. Number: P07346*

Dear Ms. Jackson:

Following up on my letter of yesterday's date, enclosed please find your notice letter, the original application, and related documents for filing in your office. This information, along with the certificate forwarded to you yesterday, should enable you to complete the corporate name change of Industrial Electronics and Valve Repair, Inc. to Industrial Electronics Group, Inc. (as of December 31, 1997).

Thank you for your assistance.

Sincerely yours,



David E. Rains
Attorney at Law

Enclosure

TANNER & GUIN, L.L.C.

ATTORNEYS AT LAW

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January 15, 1998

Ms. Louise Flemming-Jackson
Corporate Specialist Supervisor
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

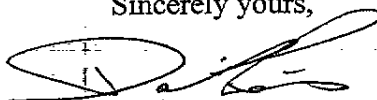
*RE: Industrial Electronics and Valve Repair, Inc.'s Corporate Name Change
to Industrial Electronics Group, Inc.; Ref. Number: P07346*

Dear Ms. Jackson:

In response to our phone conversation on January 9, 1998, I am enclosing the certificate requested to complete the corporate name change of Industrial Electronics and Valve Repair, Inc. to Industrial Electronics Group, Inc. Per our discussion, this will confirm that the name change will be effective as of December 31, 1997.

Thank you for your assistance.

Sincerely yours,



David E. Rains
Attorney at Law

Enclosure

92726.1/DER.der

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that the domestic corporation records on file in this office disclose that Industrial Electronics and Valve Repair, Inc. incorporated in Hale County, Moundville, Alabama on February 25, 1985; that on December 23, 1997, the name Industrial Electronics and Valve Repair, Inc. was changed to Industrial Electronics Group, Inc. I further certify that the records do not disclose that said Industrial Electronics Group, Inc. has been dissolved.

FILED
97 DEC 31 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

01/13/98

Date

Jim Bennett

Jim Bennett

Secretary of State

SECTION I
(1-3 MUST BE COMPLETED)

FILED
97 DEC 31 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- SECTION II**
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

President
Title