

cf CORPORATE SYSTEM

P 36202

March 8, 1997

1201 Peachtree Street, NE

Atlanta, GA 30361

Tel. 404 888 7796

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Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400002113594--8
-03/14/97--01051--001
*****35.00 *****35.00

RE: DEL, INC.
dba DEL, INC. (TENNESSEE)
Formerly: T-C THREADS, INC.
Order # 661432

FILED
97 MAR 14 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam,

Enclosed for filing are forms to effect the following in your state:

<input type="checkbox"/> INCORPORATION	<input type="checkbox"/> MERGER
<input type="checkbox"/> QUALIFICATION	<input type="checkbox"/> A. Domestic
<input type="checkbox"/> CHANGE OF AGENT/OFFICE	<input type="checkbox"/> B. Foreign
<input type="checkbox"/> A. Domestic	<input type="checkbox"/> DISSOLUTION
<input type="checkbox"/> B. Foreign	<input type="checkbox"/> A. Statement of Intent
<input checked="" type="checkbox"/> AMENDMENT	<input type="checkbox"/> B. Certificate of Dissolution
<input type="checkbox"/> A. Domestic	
<input checked="" type="checkbox"/> B. Foreign	<input type="checkbox"/> WITHDRAWAL
<input type="checkbox"/> ASSUMED/TRADE NAME	<input type="checkbox"/> L P REGISTRATION
<input type="checkbox"/> EVIDENCE OF MERGER	<input type="checkbox"/> NAME REGISTRATION
<input type="checkbox"/> NAME RESERVATION	
<input type="checkbox"/> LLC REGISTRATION	
<input type="checkbox"/> OTHER:	

Please file these documents upon receipt, and return evidence to the undersigned via regular mail.

If there are any problems or questions, please call me at 404-888-6488 or 800-241-8922. Thank you for your assistance.

Very truly yours,



Laura Connor
Senior Customer Specialist

NC
PAC
3/11/97

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

FILED
97 MAR 14 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. T-C Threads, Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Tennessee
3. Date authorized to do business in Florida: October 29, 1991

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 7, 1996

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

DEL, 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.

Gary A. Harmon, President
Signature
Name and Title

Gary A. Harmon

10/11/96
Date

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Daniel K. Frierson, do hereby certify
that this Resolution of the Board of Directors of DEL, Inc.,
a corporation duly organized and existing under the laws of the State of Tennessee,
was duly adopted on February 7, 19 97.

Resolved, that DEL, Inc. organized
and existing in the State of Tennessee, hereby adopts the
name DEL, Inc. (Tennessee) for use in Florida.

Dated: 2/7/97



Signature of at least one director

State of Tennessee



Department of State

I, RILEY C. DARNELL, Secretary of State of the State of Tennessee, do hereby
certify that Articles of Amendment to the Charter of

T-C THREADS, INC.

was filed in this office on June 7, 1996, changing the name to:

DEL, INC.