DOC ID ----> 5137_0698

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
05/10/95

CHARTER NUMBER: 648514
ROLL AND FRAME: 5137-0698

05137-0698

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
BROWNLEE SERVICES, INC.	95042639001	AMD	110.00
		INC	NO FEE

108653

RETURN TO: MCCULLOCH, FELGER, FITE & GUTMANN CO.
ATTN D S DAVIS
P O BOX 910
PIQUA OH 45356-0910

TOTAL : 110.00

0146

DOC ID ----> 5137_0698

The State of Ohio

Bob Taft

Secretary of State

648514

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: AMD INC

of:

BROWNLEE SERVICES, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5137 at Frame 0700 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 26TH **day of** APRIL ,

A.D. 1995 .

Bob Taft

Bob Taft
Secretary of State

DOC ID ----> 5137_0698

05137-0700
698519
APPROVED
By CR
Date 4-26-95
Amount 110.00
95042639001

CERTIFICATE OF AMENDMENT BY SOLE SHAREHOLDER TO THE ARTICLES OF INCORPORATION OF BROWNLEE SERVICES, INC.

Lynne Heffner, who is Vice President of Brownlee Services, Inc., and Richard L. Brownlee, who is Secretary of Brownlee Services, Inc., do hereby certify that in a writing signed by the sole shareholder on March 30, 1995, the following Resolutions were adopted to amend the Articles of Incorporation:

RESOLVED: That Article Fourth of the Articles of Incorporation is hereby amended to read as follows:

> The authorized number of shares of the Corporation is Two Thousand (2000) of Common Stock, all of which shall be common shares without par value.

FURTHER RESOLVED: That Lynne Heffner, Vice President of the Corporation, and Richard L. Brownlee, Secretary of the Corporation, are hereby authorized and directed on behalf of the Corporation to file the necessary Certificate of Amendment to the Articles of Incorporation with the Secretary of State pursuant to the requirements of the General Corporation Law.

In Witness Whereof, the above-named Vice President and Secretary, acting for and on behalf of the Corporation, has hereunto subscribed their names this 30th day of March, 1995.

Lynne Heffner, Vice President

Richard L. Brownlee, Secretary

RECEIVED
APR 26 1995
SECRETARY OF STATE

DOC ID ----> 5137_0698

05137-0701

McCULLOCH, FELGER, FITE & GUTMANN CO., L.P.A.
ATTORNEYS AT LAW
FIFTH THIRD BANK BUILDING
P. O. BOX 910
PIQUA, OHIO 45356-0910
(513) 773-3212
TELECOPIER NO. 513-773-9672

PAUL P. GUTMANN
WILLIAM B. McNEIL
JACK L. NEUENSCHWANDER
DALE G. DAVIS
MICHAEL E. GUTMANN
DANIEL E. RAMER
FRANK J. PATRIZIO

ROBERT P. FITE
RETIRED
WILLIAM M. McCULLOCH
(1901-1980)
CARL B. FELGER
(1900-1984)

April 25, 1995

Secretary of State
State Office Tower
30 E. Broad St.
14th Floor
Columbus, OH 43266-0418
Attn: Corporate Section

Re: Brownlee Services, Inc.

Dear Friends:

Enclosed please find a Certificate of Amendment of the Articles of Incorporation of Brownlee Services, Inc. to increase the authorized number of shares of common stock from $750.00 to $2,000.00. I am also enclosing the check of Brownlee Services Inc. made payable to the Secretary of State in the amount of $120.00 representing the $35.00 processing fee together with the fee required to increase the authorized number of shares.

If you have any questions, please feel free to contact me. Thank you very much for your cooperation.

Yours very truly,

McCULLOCH, FELGER, FITE & GUTMANN CO., L.P.A.

Dale G. Davis

DGD/jmy
Enclosure