

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
08/18/93

E661

725

CHARTER NUMBER: 682470
ROLL AND FRAME: H661-0725

CORPORATION:

ALPHA ENTERPRISES, INC.

DOCUMENT NUMBER

93081112101

CODE

AMD
INC

FEE

2085.00
NO FEE

014607

RETURN TO: BLACK, MCCUSKEY, SOUERS & ARBAUGH
ATTN A E EREMOFF
220 MARKET AVE S #1000
CANTON OH 44702-2116

0165

H661 725



The State of Ohio

Bob Taft

Secretary of State

632470

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:

ALPHA ENTERPRISES, INC.

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

Recorded on Roll H661 at Frame 0727 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the Seal of the Secretary of State at

Columbus, Ohio, this 11TH day of AUG

A.D. 19 93



Bob Taft

Bob Taft
Secretary of State

727

687470
5-11-93
20550

9308112101

CERTIFICATE OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
ALPHA ENTERPRISES, INC.

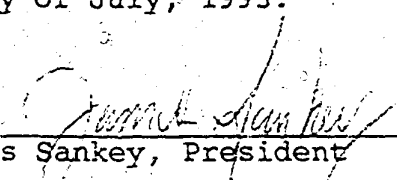
James Sankey, President, and Anthony E. Efremoff, Secretary, of Alpha Enterprises, Inc., an Ohio corporation, do hereby certify that the following resolution to amend the Articles of Incorporation of said corporation was duly adopted by the shareholders of said corporation acting in writing and without a meeting pursuant to the provisions of Section 1701.54 of the Ohio Revised Code by written instrument dated January 1, 1993 signed by all the shareholders of said corporation:

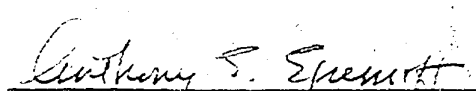
RESOLVED, that Article Fourth of the Articles of Incorporation of the Company, as amended, be amended in its entirety to read as follows:

FOURTH: The maximum number of shares which the Corporation is authorized to have outstanding is One Hundred Fifty-five Thousand (155,000), all of which shall be common shares without par value.

Each issued common share, without par value, of the Corporation as presently constituted (including previously outstanding common shares that have been reacquired by the Corporation and held as treasury stock) shall, upon the filing of a certificate of the amendment hereby adopted to the Articles of Incorporation of the Corporation with the Secretary of State of the State of Ohio, be changed into one thousand (1,000) shares of the authorized common shares, without par value, of the Corporation.

IN WITNESS WHEREOF, James Sankey, President, and Anthony E. Efremoff, Secretary, of Alpha Enterprises, Inc. have hereunto subscribed their names this 30th day of July, 1993.


James Sankey, President


Anthony E. Efremoff, Secretary

53

GENE BARNHART
RONALD K. BENNINGTON
CHARLES J. TYCERSKI
ANTHONY C. EFREMOWITZ
ROBERT I. FRIEDMAN
ARNOLD R. SHIFMAN
VICTOR R. MARSH
DANIEL M. JONES
RANDOLPH J. BROW
STEPHEN D. THOMPSON
TERENCE R. HESS JR.
JAMES R. STRAWN
JOEL A. DUTTON
SCOTT R. SANDOZ
DUSTY DALLAS
KAREN M. SCHREIBER
RACQUEL S. NELSON
RICHARD D. BOGEL
DAVID U. SIMMOND
MARY E. RANDALL

A LEGAL PROFESSIONAL ASSOCIATION

1900 UNITED BANK PLAZA
220 MARKET AVENUE SOUTH
CANTON, OHIO 44702-2110

216-456-6041

TELESCOPIER
18-456/5724

JOHN J. RAMBACHER
THOMAS W. CONNORS
RONALD M. EDELL, JR.
STEVEN A. APAMATIS
G. RANDALL AYERS
CHARLES E. RINGER
TERRENCE J. FRECHBERG
ROBERT E. SOLES, JR.
MARY A. MOONAN
DAVID L. M. KATES
TODD T. MORROW
TODD M. MCKENNEY
TODD A. LENSEMAN
JOHN D. SCHMIDT
FR. JOSEPH
ALBERT B. ARBAUGH
DANIEL M. BELDEN
RETIREES

August 10, 1993

Ohio Secretary of State
Corporate Division
30 East Broad Street
14th Floor
Columbus, OH 43266-0001

Dear Sir:

Enclosed herewith for filing is a Certificate of Judgment to the Articles of Incorporation of Alpha Enterprises, Inc. increasing the authorized number of common shares, without par value, from 750 to 155,000 shares, together with a check for \$2,085.00 in payment of the filing fee.

Very truly yours,

Anthony F. Spennott

Anthony E. Efremoff

AEE:mh
Enclosure