

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"LERAN COPPER & BRASS, INC.", A DELAWARE CORPORATION,

"U.S. LOCK CORPORATION", A NEW YORK CORPORATION,

WITH AND INTO "WOC INC." UNDER THE NAME OF "WOC INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF MAY, A.D. 1994, AT 9:30 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 9488291

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**CERTIFICATE OF MERGER
MERGING U.S. LOCK CORPORATION,
a New York corporation, and
LERAN COPPER & BRASS, INC.,
a Delaware corporation, with and into
WOC INC., a Delaware corporation**

(Pursuant to Section 252 of the General Corporation Law of the State of Delaware)

The undersigned, for purposes of merging (the "Merger") U.S. Lock Corporation and LeRan Copper & Brass, Inc. with and into WOC Inc. (collectively, the "Constituent Corporations") HEREBY CERTIFY:

FIRST: The name and state of incorporation of each of the Constituent Corporations to the Merger is U.S. Lock Corporation, a New York corporation ("U.S. Lock"), LeRan Copper & Brass, Inc., a Delaware corporation ("LeRan") and WOC Inc., a Delaware corporation ("WOC").

SECOND: An agreement and plan of merger between the Constituent Corporations (the "Agreement and Plan of Merger") has been approved, adopted, certified, executed and acknowledged by the Constituent Corporations in accordance with the requirements of Section 252(c) of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation after giving effect to the Merger is WOC Inc. (the "Surviving Corporation"). The Surviving Corporation will be a corporation organized and existing under the laws of the State of Delaware.

FOURTH: The Certificate of Incorporation of WOC Inc., as presently in effect, shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is 24460 Aurora Road, Bedford Heights, Ohio 44146.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any of the Constituent Corporations.

SEVENTH: This Certificate of Merger shall be effective on May 20, 1994.

EIGHTH: The authorized capital stock of U.S. Lock, a New York corporation, is 500 shares of common stock, no par value.

IN WITNESS WHEREOF, the undersign have executed this Certificate of Merger on the 13th day of May, 1994 and : : affirm the statements contained herein as true under penalties of perjury.

U.S. LOCK CORPORATION

Armond Waxman
Armond Waxman, Chairman

Neal R. Restivo
Neal R. Restivo, Secretary

WOC INC.

Armond Waxman
Armond Waxman, Vice Chairman

Neal R. Restivo
Neal R. Restivo, Secretary

LERAN COPPER & BRASS, INC.

Armond Waxman
Armond Waxman, Chairman

Neal R. Restivo
Neal R. Restivo, Secretary