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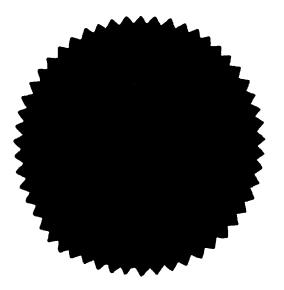
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## UNITED STATES OF AMERICA, STATE OF OHIO, OFFICE OF THE SECRETARY OF STATE.

I, Sherrod Brown

do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show Certificate of AGREEMENT OF MERGER of WACO INTERNATIONAL (DALLAS), INC. (TX UNQ), & WACO INTERNATIONAL (HOUSTON), INC. (TX UNQ) & FORM-SCAFF (TEXAS), INC. (TX UNQ) & WACO INTERNATIONAL (MINNEAPOLIS), INC. (MN UNQ) & WACO FORM-SCAFF (TAMPA), INC. (FL UNQ) into WACO INTERNATIONAL (CLEVELAND), INC., survivor of said merger, an Ohio Corporatin, Charter No. 600597, and changing its corporate title to: WACO INTERNATIONAL INCORPORATED with a merger effective date of September 30th, 1987 recorded on the Records of Incorporation. Said surviving corporation, WACO INTERNATIONAL INCORPORATED, an Ohio Corporation, Charter No. 600597, having its principal location in Cleveland, County of Cuyahoga, was incorporated on September 14th, 1982 an is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official seal at Columbus, Ohio, this

27th day of September, A.D.1990

Sherrod Brown Secretary of State

**SEC 3000** 

**RECORDED: 12/18/2000** 

TRADEMARK REEL: 002205 FRAME: 0058