

FILED**JAN -4 1994****OKLAHOMA SECRETARY
OF STATE****CERTIFICATE OF MERGER**

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA,
101 State Capitol Building, Oklahoma City, OK 73105:

This merger is being filed pursuant to Section 1082 of the Oklahoma General Corporation Act.

1. The name and state of incorporation of each of the constituent corporations are:

<u>Name</u>	<u>State</u>	<u>SOS Corp. Key</u>
Chicago Miniature Lamp, Inc.	Oklahoma	DB00516573
Xenall Corp.	Oklahoma	DB00517255

2. An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the provisions of Section 1081 of Title 18 of the Oklahoma Statutes.

3. The name of the surviving corporation is Chicago Miniature Lamp, Inc., an Oklahoma corporation.

4. A copy of the Certificate of Incorporation of Chicago Miniature Lamp, Inc., an Oklahoma corporation, the surviving corporation, is attached hereto.

5. The executed Agreement of Merger is on file at the principal place of business of the surviving corporation at Highway 77 South, P. O. Box 669, Wynnewood, OK 73098.

6. A copy of the Agreement of Merger will be furnished on request and without cost to any shareholder of any constituent corporation.

7. Chicago Miniature Lamp, Inc., an Oklahoma corporation, the surviving corporation, hereby agrees that it may be served with process in the State of Oklahoma in any proceeding for enforcement of any obligation of any constituent corporation of the State of Oklahoma, as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any shareholders as determined in appraisal proceedings pursuant to the provisions of Section 1091 of Title 18 of the Oklahoma Statutes.

8. Chicago Miniature Lamp, Inc., an Oklahoma corporation, the surviving corporation, hereby irrevocably appoints the Secretary of State as its agent to accept service of process in any such suit or other proceedings and a copy of such process shall be mailed by the Secretary of State to P. O. Box 101, Canton, MA 02021.

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~~The effective date of this merger shall be the close of business on December 31, 1993.~~

IN WITNESS WHEREOF, Chicago Miniature Lamp, Inc., an Oklahoma corporation, the surviving corporation, has caused this Certificate of Merger to be executed by its President and attested by its Secretary, this 15th day of December, 1993.

CHICAGO MINIATURE LAMP, INC., an Oklahoma corporation

ATTEST:

Eileen M. Ward
Eileen M. Ward, Secretary

BY Frank M. Ward
Frank M. Ward, President

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