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State of Delaware

PAGE 1

Office of the Secretary of State

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 AMENDMENT OF "MONROE AUTO EQUIPMENT
COMPANY", CHANGING ITS NAME FROM "MONROE AUTO EQUIPMENT COMPANY"
TO "TENNECO AUTOMOTIVE INC.", FILED IN THIS OFFICE ON THE
THIRTIETH DAY OF OCTOBER, A.D. 1996, AT 11:30 O'CLOCK A.M.

A CONTROL OF THE CONT

Edward J. Freel, Secretary of State

AUTHENTICATION: 0716341

DATE: 10-04-00

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STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 11:30 AM 10/30/1996 960315655 - 0840913

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION .

OF

MONROE AUTO EQUIPMENT COMPANY

Monroe Auto Equipment Company, a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

1. The Certificate of Incorporation of the Corporation is hereby amended by deleting Paragraph 1 thereof and inserting the following in lieu thereof:

"1. The name of the corporation

is Tenneco Automotive Inc."

2. That the foregoing amendment was duly adopted in accordance with the provisions of Sections 242 and 228 (by the written consent of the sole stockholder of the Corporation) of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Monroe Auto Equipment Company has caused this Certificate to be executed by its duly authorized officer, on this 22nd day of October, 1996.

MONROE AUTO EQUIPMENT COMPANY

Pohert G. Same

Robert G. Simpson

Vice President and Assistant

Secretary

102296X.MAE

RECORDED: 03/26/2001

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