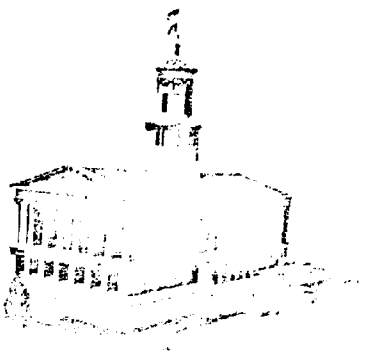
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State of Tennessee



JUN 23 75 MISC A* 5.00 * 5.00

Department of State

CERTIFICATE

The undersigned, as Secretary of State of the State of Tennessee, hereby certifies that the attached document was received for filing on behalf of Servomation Clevetenn, Inc., Servomation-Kaset's, Inc., Servomation of Central Tennessee, Inc., Servomation of Chattanooga, Inc., Servoation of Dyersburg, Inc. Servomation-Willoughby Co., Inc.,
(Name of Corporation)
was duly executed in accordance with the Tennessee General Corporation Act, was found to conform to law and was filed by the undersigned, as Secretary of State, on the date noted on the document.

THEREFORE, the undersigned, as Secretary of State, and by virtue of the authority vested in him by law, hereby issues this certificate and attaches hereto the document which was duly filed on June Twentieth, 19 75.

Secretary of State

IDENTIF. REFERENCE

JUN 23 10 22 AM '75

FELIX Z. WILSON III REGISTER
DAVIDSON COUNTY, TENN.

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ARTICLES OF MERGER OF DOMESTIC SUBSIDIARY CORPORATIONS INTO SERVOMATION CORP., A FOREIGN CORPORATION

Pursuant to the provisions of Section 10.04 of the Tennessee General Corporation Act, the undersigned corporations adopt the following articles of merger for the purpose of merging the subsidiary corporations into their parent corporation:

1. The names of the undersigned corporations and the states under the laws of which each is organized are:

Name of Corporation	State
Servomation Clevetenn, Inc.	Tennessee
Servomation-Kaset's, Inc.	Tennessee
Servomation of Central Tennessee, Inc.	Tennessee
Servomation of Chattanooga, Inc.	Tennessee
Servomation of Dyersburg, Inc.	Tennessee
Servomation-Willoughby Co., Inc.	Tennessee
Servomation Corp.	Delaware

2. That Servomation Corp., the surviving corporation, owns at least ninety per cent (90%) of the outstanding shares of each class of Servomation Clevetenn, Inc., Servomation-Kaset's, Inc., Servomation of Central Tennessee, Inc., Servomation of Chattanooga, Inc., Servomation of Dyersburg, Inc., and Servomation-Willoughby Co., Inc., the subsidiary corporations.

3. The laws of the state under which such foreign corporation is organized permit such merger.

4. The attached plan of merger was duly approved at a meeting of the directors of the surviving corporation on May 21, 1975.

5. Each of the subsidiary corporations has only one class of stock. The number of outstanding shares of each of the subsidiary corporations is as follows:

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Name of Corporation	Number of Shares Outstanding
Servomation Clevetenn, Inc.	1,000
Servomation-Kaset's, Inc.	1,000
Servomation of Central Tennessee, Inc.	250
Servomation of Chattanooga, Inc.	9,750
Servomation of Dyersburg, Inc.	1,000
Servomation-Willoughby Co., Inc.	850

The number of shares of each corporation owned by the surviving corporation is:

Name of Corporation	Number of Shares Owned by Surviving Corporation
Servomation Clevetenn, Inc.	1,000
Servomation-Kaset's, Inc.	1,000
Servomation of Central Tennessee, Inc.	250
Servomation of Chattanooga, Inc.	9,750
Servomation of Dyersburg, Inc.	1,000
Servomation-Willoughby Co., Inc.	850

6. The surviving corporation, as the owner of 100% of the outstanding shares of each of the subsidiary corporations, hereby waives the mailing to it of a summary of the plan of merger and notice of the right to dissent.

7. The surviving corporation is to be governed by the laws of the state of Delaware and such surviving corporation hereby: (a) agrees that it may be served with process in this State in any proceeding for the enforcement of any obligation of any domestic corporation which is a party to such merger and, in any proceeding for the enforcement of the rights of a shareholder of any such domestic corporation against the surviving corporation; (b) irrevocably appoints the Secretary of State of the State of Tennessee as its agent to accept process in any such proceeding; and (c) agrees that it will promptly pay to the dissenting shareholders of any such domestic corporation the amount, if any, to which they

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shall be entitled under the Tennessee General Corporation Act with respect to the rights of dissenting shareholders.

8. The merger is effective June 28, 1975.

Dated: June 10, 1975

SERVOMATION CLEVETENN, INC.

By _____
Vice President

SERVOMATION-KASET'S, INC.

By _____
Vice President

SERVOMATION OF CENTRAL TENNESSEE, INC.

By _____
Vice President

SERVOMATION OF CHATTANOOGA, INC.

By _____
Vice President

SERVOMATION OF DYERSBURG, INC.

By _____
Vice President

SERVOMATION-WILLOUGHBY CO., INC.

By _____
Vice President

SERVOMATION CORP.

By _____
President

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PLAN OF MERGER

A. The names of the subsidiary corporations are:

Servomation Clevetenn, Inc.
Servomation-Kaset's, Inc.
Servomation of Central Tennessee, Inc.
Servomation of Chattanooga, Inc.
Servomation of Dyersburg, Inc.
Servomation-Willoughby Co., Inc.

B. The name of the surviving corporation is:

Servomation Corp.

C. All of the issued and outstanding shares of each of the subsidiary corporations are owned by Servomation Corp., the surviving corporation, and no shares of the surviving corporation are to be issued or any other consideration given for shares of any of the subsidiary corporations, but upon the effective date of the merger, all of the shares of each of the subsidiary corporations shall be cancelled and the certificates representing them surrendered to Servomation Corp., the parent corporation surviving the merger.

D. The effective date of the merger is June 28, 1975.

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State of Tennessee

ARTICLES OF MERGER
and
PLAN OF MERGER
of
SERVOMATION CLEVETENN, INC.
SERVOMATION-KASET'S, INC.
SERVOMATION OF CENTRAL TENNESSEE, INC.
SERVOMATION OF CHATTANOOGA, INC.
SERVOMATION OF DYERSBURG, INC.
SERVOMATION - WILLOUGHBY CO., INC.
(all Tennessee Corporations)

MERGING WITH AND INTO

SERVOMATION CORP.
(a Delaware Corporation)

AS THE SURVIVING AND CONTINUING
CORPORATION

RECEIVED FEE, $ 10.00

RECEIVED TAX, $ _____

TOTAL, $ 10.00

Secretary of State.