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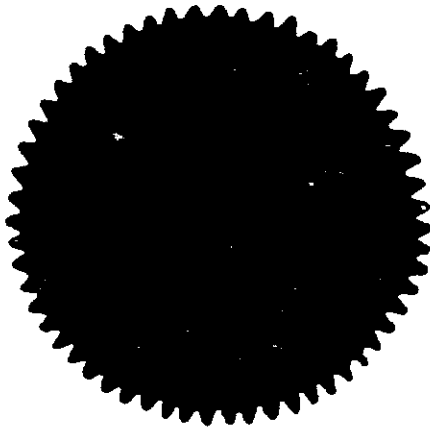


State of DELAWARE

Office of SECRETARY OF STATE

I, Robert H. Reed, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of Certificate of Amendment of the "DEERING MILLIKEN, INC.", as received and filed in this office the fifth day of October, A.D. 1976, at 10:01 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand and official seal at Dover this twenty-ninth day of November in the year of our Lord one thousand nine hundred and seventy-six.



Robert H. Reed

Robert H. Reed Secretary of State

Grover A. Biddle

Grover A. Biddle Assistant Secretary of State
At 2:00 P.M.

FORM 121

RECORDED DEC 6 '76

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