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February 23, 2012

Secretary of State
Corporations Division
148 West River Street
1st Floor
Providence, RI 02904-2615

Reference: Brown & Sharpe Aftermarket Services, Inc.
RI Corp ID: 35990

To: RI Secretary of State

Brown & Sharpe Aftermarket Services, Inc. organized as a Delaware Corporation has changed its stock as follows. This change is noted on the State of Delaware Certificate of amendment Certificate of Incorporation attached copy that has been filed with the Delaware Secretary of State on 4-25-11.

From:

Authorized shares of stock were 1,000,000 with a par value of .001 per share.
800,000 shares of Class A voting common stock
200,000 shares of Class B non-voting common stock

To:

Authorized shares of stock is 1,000 authorized shares
800 shares of Class A voting common stock with a par value of \$1.00 per share
200 shares of Class B non-voting common stock with a par value of \$1.00 per share

\$10.00 is enclosed for this change of records.

Cordially,



Mark Delaney, VP & CFO
Brown & Sharpe Aftermarket Services, Inc.

FILED

FEB 24 2012

BY 02 1164304

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SECRETARY OF STATE
CORPORATIONS DIV
2012 FEB 24 AM 11:21

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of
BROWN & SHARPE AFTERMARKET SERVICES INC.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "Four" so that, as amended, said Article shall be and read as follows:

The total number of shares of all classes of stock which this Corporation shall have authority to issue is 1,000 shares, of which 800 shares shall be shares of Class A voting common stock, having a par value of \$1.00 per share, (hereinafter called Class A stock"), and of which 200 shares shall be Class B non-voting common stock, having a par value of \$1.00 per share (hereinafter called "Class B stock").

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this ~~20th~~ 30th day of December, 2010.

By: Collin A. Webb
Authorized Officer

Title: Secretary

Name: Collin A. Webb
Print or Type

MAY. 20. 2002 6:01PM

CORPORATE TRUST CENTER

NO. 7126 P. 6

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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

AUTOMATION SOFTWARE INCORPORATED, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, That the Certificate of Incorporation of Automation Software Incorporated be amended by changing Paragraph One of the Fourth Article thereof so that, as amended, said Paragraph of said Article shall be and read as follows:

That the total number of shares of all classes of stock which this Corporation shall have authority to issue is 1,000,000 shares, of which 800,000 shares shall be shares of Class A voting common stock, having a par value of \$1.001 per share (hereinafter called "Class A Stock"), and of which 200,000 shares shall be Class B non-voting common stock, having a par value of \$1.001 per share (hereinafter called "Class B Stock").

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous consent to said amendment in accordance with the provisions of section 228 of the General Corporation Law of the State of Delaware.

MAY. 20. 2002 6.01PM

CORPORATE TRUST CENTER

NO. 1126 P. 1

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective on June 9, 1988.

IN WITNESS WHEREOF, said Automation Software Incorporated has caused this certificate to be signed by A. T. Mallogan, Jr., its President, and attested by Edward Hughes, its Secretary, this 25th day of MAY, 1988.

AUTOMATION SOFTWARE INCORPORATED


A. T. Mallogan, Jr.
President

ATTEST:


Edward Hughes
Secretary