

Filing fee: \$20.00

**State of Rhode Island and Providence Plantations**

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF**

**WATERMAN MANUFACTURING COMPANY**

Pursuant to the provisions of Section 7-1.1-56 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is WATERMAN MANUFACTURING COMPANY.

SECOND: The shareholders of the corporation on January 4, 19 78, in the manner prescribed by Chapter 7-1.1 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

[Insert Amendment(s)]

SECOND: Said corporation shall be known by the name of  
THE EXACTRON COMPANY.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 300 shares; and the number of shares entitled to vote thereon was 300.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (if inapplicable, insert "none")

<u>Class</u>	<u>Number of Shares</u>
--------------	-------------------------

None

entitled to vote (300)

FIFTH: The number of shares voted for such amendment was shares/ ; and the number of shares voted against such amendment was -0- thereon. -By consent pursuant to G. L. § 7-1.1-30.3 of all shares entitled to vote/

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was: (if inapplicable, insert "none")

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>

None

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (If no change, so state)

No change

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: (If no change, so state)

No change

Dated January 4, 1978

WATERMAN MANUFACTURING COMPANY

By James E. Woodward  
Its James E. Woodward President  
and James E. Woodward  
Its James E. Woodward Secretary

STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

} Sc.

At Providence in said county on this 4th day of  
January, 1978, personally appeared before me *John E*  
*Woodward*, who, being by me first duly sworn, declared that he is the  
*President Secretary* of WATERMAN MANUFACTURING COMPANY  
that he signed the foregoing document as *President Secretary* of the  
corporation, and that the statements therein contained are true.

*Charles J. Kelly Jr.*  
Notary Public  
6/30/81

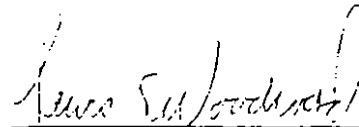
(NOTARIAL SEAL)

January 4, 1978

Secretary of State  
Corporations' Office  
State House  
Providence, Rhode Island 02908


To whom it may concern:

I hereby consent to the use of the name THE EXACTRON  
COMPANY by that corporation now or formerly known as WATERMAN  
MANUFACTURING COMPANY.



---

Lewis E. Woodward  
a/k/a Louis Woodward



4/30/81

CONSENT OF SOLE  
SHAREHOLDER TO AMENDMENT  
OF ARTICLES OF INCORPORATION  
OF WATERMAN MANUFACTURING COMPANY

Fulford Manufacturing Company, Inc., sole shareholder of Waterman Manufacturing Company, hereby unanimously consents to the Amendment of the Articles of Incorporation of said Waterman Manufacturing Company in accordance with the attached form of Articles of Amendment to the Articles of Incorporation.

FULFORD MANUFACTURING COMPANY, INC.

By   
Lewis E. Woodward, President

January 4, 1978

  
6/30/81

MM-4-78 5/11/78 11:10 PM 10.00

JAN 5 - 1978