

Filing fee: \$35.00

APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF

F.A. COMPUTER TECHNOLOGIES, INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on July 14, 1989, 19 , authorizing it to transact business in Rhode Island under the name of F.A. COMPUTER TECHNOLOGIES, INC.

SECOND: The corporate name of the corporation has been changed to GATES/SA DISTRIBUTING, INC.

(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is GATES/SA DISTRIBUTING, INC.

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: No change

(If no other or additional purposes are proposed, insert "No change.")

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: (see §§7-1.1-103, 7-1.1-109, 7-1.1-110, of the General Laws, 1956, as amended.) (If increase of authorized capital stock, state:)

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
No change			

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ N/A
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$ N/A
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$ N/A
- (D): An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ N/A

Dated January 16, 1991

^F
GATES/SA DISTRIBUTING, INC.

By Philip D. Ellett
Philip D. Ellett,
Its President

and Susan Smith
Its Secretary
Susan Smith, Secretary

STATE OF South Carolina
COUNTY OF Greenville } Sc.

At South Carolina in said County on the 16 day
of January 1991, before me personally appeared Susan
Smith, secretary, who being by me first duly sworn, declared that he is the
secretary of GATES/SA DISTRIBUTING, INC.,
that he signed the foregoing document as such secretary
of the corporation, and that the statements therein contained are true.

Dicky L. Albright
Notary Public
expires 5-30-96

(NOTARIAL SEAL)

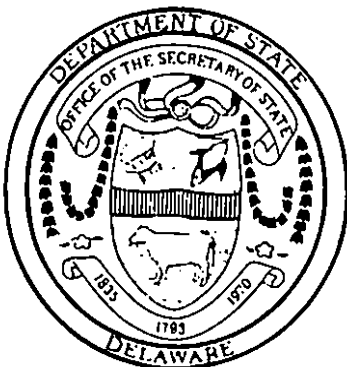
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State of Delaware

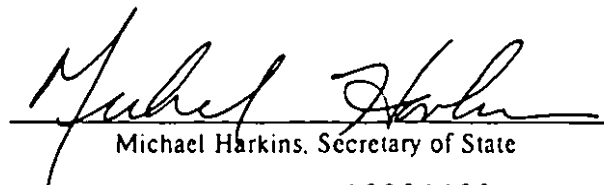


Office of Secretary of State

I, MICHAEL HARKINS, 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 F.A. COMPUTER TECHNOLOGIES, INC. FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1990, AT 11 O'CLOCK A.M.



721025100


Michael Harkins, Secretary of State

AUTHENTICATION:

*2934490

DATE:

01/25/1991