

Filing fee: \$75.00

64838

**APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF**

..... W.S.A., 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
May 30, 1991, authorizing it to transact business in
Rhode Island under the name of W.S.A., INC.

SECOND: The corporate name of the corporation has changed to HARMON, LTD.

..... [If no change, so indicate]

THIRD: The name which it elects to use hereafter in Rhode Island is
.....

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:

[If no other or additional purposes are proposed, insert "No change"]

No Change

FIFTH: Other amendments, if any, to Certificate of Authority previously issued:
[see §§7-1.1-105, 7-1.1-109, 7-1.1-110 of the General Laws, 1956, as amended.] (If increase of authorized
capital stock, state:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
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- (A): An estimate of the value of all property to be owned by it for the following year,
wherever located, is \$11,000,000.
- (B): An estimate of the value of its property to be located within Rhode Island during
such year is \$ 0
- (C): An estimate of the gross amount of business to be transacted by it during such
year is \$198,000,000.
- (D): An estimate of the gross amount of business to be transacted by it and from
places of business in Rhode Island during such year is \$ 0

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RECEIVED
DEC 19 1997
FILED
BY 15947

Dated DECEMBER 9, 1997

HARMON, LTD.

By

E. J. Kelley

Edmund J. Kelley

Its Vice

President

and

Martha L. Richards

Martha L. Richards

Its

Secretary

STATE OF Minnesota

COUNTY OF Hennepin

} SC.

At Bloomington, in said County on the 9th day
of DECEMBER, 1997, before me personally appeared

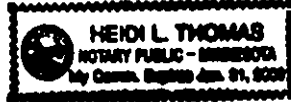
Edmund J. Kelley, who being by me first duly sworn, declared that he is the

Vice President

Of HARMON, LTD.

that he signed the foregoing document as such Vice President

of the corporation, and that the statements therein contained are true.



Heidi L. Thomas

Notary Public

Heidi L. Thomas

(NOTARIAL SEAL)

2W-985

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
W.S.A. INC.

We, the undersigned, THOMAS N. ADAMSON and MARY HAUFF, respectively the Chief Executive Officer and Secretary of W.S.A. INC., a corporation subject to the provisions of the Minnesota Business Corporation Act, do hereby certify that on Monday, July 15, 1996, the resolution as hereinafter set forth was adopted by the sole shareholder of W.S.A. INC.

RESOLVED: That Article I of the Articles of Incorporation of W.S.A. INC. be and the same hereby is amended to read as follows:

ARTICLE I. NAME

The name of the corporation is Harmon, Ltd.

RESOLVED FURTHER: That Article V of the Articles of Incorporation of W.S.A. INC. be and the same hereby is amended to read as follows:

ARTICLE V. REGISTERED OFFICE

The address of the registered office of the corporation is 2001 Killebrew Drive, Suite 400, Bloomington, MN 55425.

RESOLVED FURTHER: That the Chief Executive Officer and the Secretary of this corporation be and they hereby are authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this corporation, embracing the foregoing resolution, and to cause such certificate to be filed for record in the manner required by law.

And we do hereby further certify that the said resolution, and Articles of Incorporation so amended, were adopted by the Sole Shareholder on Monday, July 15, 1996, at which time the resolution was duly adopted, ratified and confirmed.

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~~284168~~

IN WITNESS WHEREOF, we have hereunto subscribed our names and caused the corporate seal of said corporation to be hereunto affixed on July 18, 1996.

Thomas N. Adamson

Thomas N. Adamson
Chief Executive Officer

Mary Hauff

Mary Hauff
Secretary

STATE OF MINNESOTA)
) SS
COUNTY OF HENNEPIN)

THOMAS N. ADAMSON and MARY HAUFF, being first duly sworn, on oath depose and say: that they are respectively the Chief Executive Officer and Secretary of HARMON, LTD., the corporation named in the foregoing certificate; that said certificate contains a true statement of the action of the shareholders of said corporation, duly held as aforesaid; that the seal attached is the corporate seal of said corporation; that said certificate is executed on behalf of said corporation by its express authority; and they further acknowledge the same to be their free act and deed and the free act and deed of said corporation.

Thomas N. Adamson

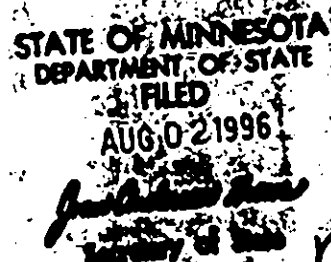
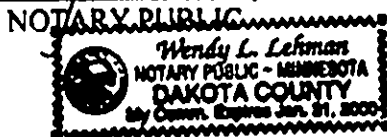
Thomas N. Adamson
Chief Executive Officer

Mary Hauff

Mary Hauff
Secretary

Subscribed and sworn to before me
this 18th day of July, 1996

Wendy L. Lehman



STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that this is a
true and complete copy of the
document as filed for record in
this office.

DATED 12-12 1997

Jan Anderson Horne
Secretary of State



BY *[Signature]*

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
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