

ID#96976

Filing fee: \$75.00

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF

FILED

FEB 19 1999

W. E. Creamer Associates, Inc.

By [Signature]

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 [Date], 19[Year], authorizing it to transact business in Rhode Island under the name of W. E. Creamer Associates, Inc.

SECOND: The corporate name of the corporation has changed to Air Distribution Corporation [If no change, so indicate]

THIRD: The name which it elects to use hereafter in Rhode Island is [Name]

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."]

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:

Table with 4 columns: Number of Shares, Class, Series, Par Value per Share or Statement that Shares are without Par Value

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 100,000.00
(B): An estimate of the value of its property to be located within Rhode Island during such year is \$ ZERO
(C): An estimate of the gross amount of business to be transacted by it during such year is \$ 3,500,000
(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 \$ 1,000,000

Dated 12 Feb, 1999

By Warren E. Creamer
Its President
and John Lyons
Its Secretary

STATE OF MASS }
COUNTY OF ~~Andover~~ ^{NORFOLK} } SC.

At NORFOLK in said County on the 12 day
of February 19 99, before me personally appeared Warren E.
Creamer, who being by me first duly sworn, declared that he is the
..... of W. E. Creamer Associates, Inc.,
that he signed the foregoing document as such President
of the corporation, and that the statements therein contained are true.

John M. McDonald
Notary Public

(NOTARIAL SEAL)

JOHN M. McDONALD
Notary Public
My Commission Expires December 24, 2004

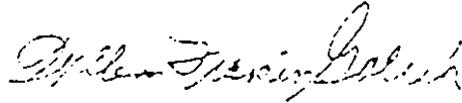
535603

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)

Thereby approve the within Articles of Amendment and, the filing fee in
the amount of \$100.00 having been paid, said articles are deemed
to have been filed with me this 7th day of DECEMBER
1998.

Effective date: _____



WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Norman C. Sabbey, Esquire
Cane, Rosworth & Everts LLP
600 Atlantic Avenue, Fl. 27, Boston, MA 02210

A TRUE COPY ATTEST

WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 2/1/99 (CLERK )