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ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
BETHEA POWER PRODUCTS, INC.

Pursuant to the provisions of Section 10-2A-113 of the Code of Alabama (1975), the undersigned corporation adopts the following Articles of Amendment:

FIRST:

The name of the corporation is Bethea Power Products, Inc.

SECOND:

The following amendments to the Articles of Incorporation were adopted by the Shareholders of the corporation on October 29, 1987, in the manner prescribed by the Alabama Business Corporation Act:

1. The name of the corporation shall henceforth be Reliable/Bethea Power Products, Inc., and the Articles of Incorporation are hereby amended that wherever the name of the corporation appears therein, it shall henceforth read, Reliable/Bethea Power Products, Inc.

THIRD:

The number of shares of the corporation outstanding at the time of the adoption was 10,000, and the number of shares entitled to vote thereon was 10,000.

FOURTH:

The number of shares voted for such amendment was 10,000, and the number of shares voted against such amendments was 0.

FIFTH

This amendment shall not affect any exchange, reclassification, or cancellation of issued shares.

DATED, this the 29th day of October, 1987.

Dermot J. DiFilippo
Vice-President

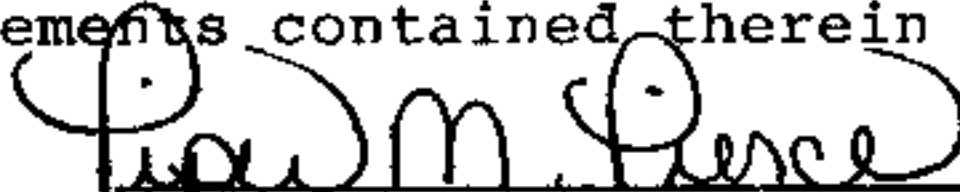
Dermot J. DiFilippo
Secretary

Smith, H. H. et al

BOOK 034 PAGE 628

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public and for said County and State, do hereby certify that on this 29th day of October, 1987, personally appeared before me, Dom Difilippo, who being first duly sworn, declared that he is the Vice-President and the Secretary of Bethea Power Products, Inc., and that he signed the foregoing document as Vice-President and Secretary of the corporation, and that the statements contained therein are true.


Notary Public

Commission

BOOK 034 PAGE 629

MINUTES OF SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF
BETHEA POWER PRODUCTS, INC.

A special meeting of the Board of Directors of Bethea Power Products, Inc. was held on the 29th day of October, 1987. as set forth in the written Waiver of Notice signed by the director, fixing such time and place, and prefixed to the Minutes of the meeting.

There were present, the following: Dominic J. Difilippo and W. Wheeler Smith as corporate counsel.

There was presented at the meeting the following:

1. Amendment to the Articles of Incorporation changing the name of the corporation from Bethea Power Products, Inc. to Reliable/Bethea Power Products, Inc. Henceforth the corporation shall be Reliable/Bethea Power Products, Inc.

After discussion, Mr. Difilippo moved the adoption of the amendment changing the corporate name to Reliable/Bethea Power Products, Inc. Said motion was seconded and passed.

There being no further business to come before the meeting, upon motion duly made, and seconded and unanimously carried, the same was adjourned.

Respectfully submitted,

Dominic J. Difilippo
Secretary

Attest:

W. Wheeler Smith

BOOK 034 PAGE 630

WAIVER OF NOTICE OF
THE ORGANIZATIONAL MEETING OF
THE STOCKHOLDERS OF
BETHEA POWER PRODUCTS, INC.

I, the undersigned, being the sole Stockholder of the corporation, hereby agree and consent that the Organizational Meeting of the Stockholders of the corporation be held on the date and time, and at the place designated hereunder, and do hereby waive all notice whatsoever of such meeting and of any adjournment or adjournments thereof.

I, do further agree and consent that any and all lawful business may be transacted at such meeting, or at any adjournment or adjournments thereof, as may be deemed advisable by the Board of Stockholders present thereat. Any business transacted at such meeting or at any adjournment or adjournments thereof, shall be as valid and legal and of the same force and effect as if such meeting or adjourned meeting were held after notice.

PLACE OF MEETING: Suite 1624 - 2121 Building
Birmingham, Alabama 35203

DATE OF MEETING:

TIME OF MEETING:

DATED, this the 29th day of October, 1987.

MACLEAN - FOGG, COMPANY

BY:

Dominic J. Difilippo
Dominic J. Difilippo
Its Vice-President and
Agent



STATE OF ALABAMA

I, Glen Browder, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, the corporate name Reliable/Bethea Power Products, Inc. is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Reliable/Bethea Power Products, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

October 14, 1987 - expires 2-12-88
Date

Glen Browder

Glen Browder

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF AMENDMENT

OF

RELIABLE/BETHEA POWER PRODUCTS, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of AMENDMENT of RELIABLE/BETHEA POWER PRODUCTS, INC., duly signed and verified pursuant to the provisions of Section 10-2A-113 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of AMENDMENT of RELIABLE/BETHEA POWER PRODUCTS, INC., and attaches hereto a duplicate original of the Articles of AMENDMENT.

GIVEN Under My Hand and Official Seal on this the 2nd day of DECEMBER, 19 87.

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1987 DEC -2 PM 12:38

Thomas A. Snowden, Jr.

Judge of Probate

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Rec 10.00
Jud 10.00
11.00

