STATE OF ARIZONA

Office of the
CORPORATION COMMISSION

I, Ernest G. Johnson, Executive Director of the Arizona Corporation Commission, do hereby certify that the attached copy of the following document:

ARTICLES OF AMENDMENT & MERGER 09/29/1971

consisting of 22 pages, is a true and complete copy of the original of said document on file with this office for:

COLT INDUSTRIES OPERATING CORP.
ACC file number: F00101267

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission on this date: October 31, 2012.

SEAL OF THE ARIZONA CORPORATION COMMISSION
DITAT DEUS
1912

Executive Director

By:

filed
9-29-71
file
F16126

AGREEMENT OF MERGER dated as of September 28, 1971, by and among FAIRBANKS MORSE INC, a Delaware corporation ("F-M"), COLT'S INC, an Arizona corporation ("Colt's"), ELOX INC, a Delaware corporation ("Elox"), GEORGE L. DETTERBECK COMPANY, a Delaware corporation ("Detterbeck"), LIBERTY INDUSTRIAL PARK CORPORATION, a Delaware corporation ("Liberty"), MICKEY THOMPSON ENTERPRISES, INC., a Delaware corporation ("MTE"), QUINCY INC, a Delaware corporation ("Quincy"), PRATT & WHITNEY INC, a Delaware corporation ("P&W"), MACHINERY TRADING INC, a Delaware corporation ("MTI"), and POTTER & JOHNSTON COMPANY, a Delaware corporation ("Potter").

The Board of Directors of each of F-M, Colt's, Elox, Detterbeck, Liberty, MTE, Quincy, P&W, MTI and Potter (collectively the "Constituent Corporations") has deemed it advisable for the benefit of that corporation and for the benefit of its stockholder that Colt's, Elox, Detterbeck, Liberty, MTE, Quincy, P&W, MTI

and Potter (collectively called the "Merging Corporations") be merged into F-M (the "Surviving Corporation") on the terms and conditions herein set forth and has approved this Agreement of Merger (the "Agreement").

F-M, Elox, Detterbeck, Liberty, MTE, Quincy, P&W, MTI, and Potter are duly organized and existing as corporations under the laws of the State of Delaware, having been incorporated on the dates and under the names indicated below and having on the date hereof authorized capital stock consisting of the number of shares of Common Stock, with the par values, indicated below, of which the number of shares indicated below are issued and outstanding and entitled to one vote per share:

Corporation	Date of Incorporation	Name Under Which Incorporated	Authorized Capital Stock (Consisting of Common Stock)	Par Value	Shares of Common Stock Issued and Outstanding
F-M	Apr. 28, 1964	Fairmorco Corporation	10,000	$1	1,000
Elox	May 24, 1967	Elox Corporation	2,000	No Par	1,000
Detterbeck	Oct. 22, 1965	Colt Moline Corporation	200	No Par	10
Liberty	Nov. 29, 1955	Liberty Products Corporation	1,000	$100	1,000
MTI	Oct. 9, 1969	Mickey-Colt Inc	1,000	No Par	1,000
Quincy	Nov. 17, 1965	Q Acquisition Inc	10,000	$1	1,000
P&W	June 22, 1955	Pratt & Whitney, Incorporated	200	No Par	200
MTI	Mar. 22, 1956	Penn-Texas Corporation	250	$1	250
Potter	Mar. 15, 1948	Potter & Johnston Company	250	No Par	250

Colt's is duly organized and existing as a corporation under the laws of the State of Arizona, a Certificate of Incorporation having been issued to it on March 17, 1954, under the name "A and B Mining Corporation" and has authorized capital stock of 2,500,000 shares of Common Stock, each with a par value of $10, of which 30,000 shares are issued and outstanding and entitled to one vote per share.

F-M was qualified to do business in the State of Arizona on May 11, 1964, pursuant to Section 10-481 of the General Corporation Law of the State of Arizona.

NOW, THEREFORE, in consideration of the premises and mutual covenants and agreements herein contained and for the purpose of prescribing the terms and conditions of the merger (the "Merger") of the Merging Corporations into the Surviving Corporation, the method or mode of carrying the same into effect, the manner of converting or exchanging the shares and assets of the Merging Corporations into or for shares of the Surviving Corporation and such other details and provisions necessary to disclose all matters affecting the Merger or as are otherwise deemed necessary and desirable, the parties hereto have agreed, and do hereby agree, subject to the terms and conditions herein set forth, as follows:

ARTICLE I

1.01. The Merger. At the later of (i) the date this Agreement shall have been filed pursuant to Section 251(c) of the General Corporation Law of the State of Delaware and pursuant to Section 10-345 of the General Corporation Law of the State of Arizona or (ii) the close of business on September 30, 1971 ("the Effective Time of the Merger"), the Merging Corporations shall be merged into the Surviving

Corporation; the separate existence of the Merging Corporations shall cease; and the Surviving Corporation shall continue to exist under the name "Colt Industries Operating Corp" by virtue of and shall be governed by the laws of the State of Delaware.

1.02. Stockholder Action. This Agreement shall be submitted to the sole stockholder of each of the Constituent Corporations for adoption or approval by it.

1.03. Effect of Merger. At the Effective Time of the Merger, the Surviving Corporation without further action shall succeed to, possess and enjoy all property and assets of the Merging Corporations and all debts due to the Merging Corporations shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed, but all rights of creditors against and liens on the property of any of the Merging Corporations shall be preserved unimpaired, and the Surviving Corporation shall thenceforth be responsible for all the liabilities, duties, and obligations of the Merging Corporations which may be enforced against the Surviving Corporation in the same manner and to the same extent as if incurred or contacted by, or imposed upon the Surviving Corporation, all as provided by the laws of Delaware and Arizona. At any time or from time to time after the Effective Time of the Merger the last acting officers of the respective Merging Corporations shall, in the name of the respective Merging

Corporations, execute and deliver all such proper deeds, assignments and other instruments, as the Surviving Corporation may deem necessary or desirable in order to vest, perfect or confirm the Surviving Corporation's title to and possession of all property, rights, privileges, powers, franchises, immunities and purposes of the Merging Corporations, to evidence the fact that the separate existence of the Merging Corporations has ceased and otherwise to carry out the purposes of this Agreement.

In furtherance of the foregoing, all corporate acts, plans, policies, approvals and authorizations of the stockholder, Board of Directors, committees elected or appointed by the Board of Directors, officers or agents of the respective Merging Corporations which were valid and effective immediately prior to the Effective Time of the Merger shall be taken for all purposes as the acts, plans, policies, approvals and authorizations of the Surviving Corporation and shall be as effective and binding on the Surviving Corporation as the same were with respect to the respective Merging Corporations. The employees and agents of the respective Merging Corporations shall become the employees and agents of the Surviving Corporation and shall continue to be entitled to the same rights and benefits, and subject to the same limitations, qualifications, rights of amendment, termination, reassignment or changes in assignment, reserved to the respective Merging Corporations, which they enjoyed and were subject to as employees and agents of the respective Merging Corporations.

ARTICLE II

2.01. The Capital Stock of the Constituent Corporations. At the Effective Time of the Merger, the issued and then outstanding shares of Common Stock of each of the Merging Corporations shall not be converted or exchanged but shall be surrendered and canceled, and shares of the Surviving Corporation shall not be issued in exchange therefor; and the shares of the Surviving Corporation shall not be changed.

ARTICLE III

3.01. Certificate of Incorporation of Surviving Corporation. At the Effective Time of the Merger the Certificate of Incorporation of F-M shall be amended as follows:

1. Article FIRST shall be deleted and the following inserted in lieu thereof:

"FIRST: The name of the corporation (hereinafter called the Corporation) is COLT INDUSTRIES OPERATING CORP"

As so amended the Certificate of Incorporation of F-M in effect immediately prior to the Effective Time of the Merger shall become and continue to be the Certificate of Incorproation of the Surviving Corporation.

3.02. By-laws of Surviving Corporation. The By-laws of F-M as in effect immediately prior to the Effective Time of the Merger shall become and continue to be the By-laws of the Surviving Corporation.

3.03. Board of Directors of Surviving Corporation. The number of directors of the Surviving Corporation shall be three, and the persons constituting the the Board of Directors of F-M immediately prior to the Effective Time of the Merger shall continue to be the directors of the Surviving Corporation and shall hold office until the annual meeting of stockholders of the Surviving Corporation next following the Effective Time of the Merger and until their successors shall have been elected and shall have qualified. If at the Effective Time of the Merger a vacancy shall exist on the Board of Directors, such vacancy may be filled in the manner provided by the By-laws of the Surviving Corporation as in effect at and after such time.

3.04. Officers of the Surviving Corporation. The number of officers of the Surviving Corporation shall be nine, and the officers of F-M in office immediately prior to the Effective Time of the Merger shall become and continue to be

the officers of the Surviving Corporation, each to hold office in accordance with the By-laws of the Surviving Corporation as in effect at and after the Effective Time of the Merger.

ARTICLE IV

4.01. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall be deemed an original, and it shall not be necessary in making proof of this Agreement to produce or account for more than one such counterpart.

IN WITNESS WHEREOF, the President and a majority of the Board of Directors of each of the Constituent Corporations have executed and entered into this Agreement in accordance with Section 103 of the General Corporation Law of the State of Delaware and Section 10-342 of the General Corporation Law of the State of Arizona and the Secretary of each Constituent Corporation has attested the seal of each such Constituent Corporation impressed hereon.

FAIRBANKS MORSE INC,

by Frank Ravenscroft
President & Director

Director

Donald E O'Keefe
Director

A majority of the Board of Directors

CORPORATE SEAL [Seal]

Attest:

Donald E O'Keefe
Secretary

COLT'S INC,

by _____
President and Director

[Seal]

_____
Director

Attest:

_____
Director
A majority of the Board of Directors

_____
Secretary

ELOX INC,

by _____
President & Director

[Seal]

_____
Director

Attest:

_____
Director
A majority of the Board of Directors

_____
Secretary

GEORGE L. DETTERBECK COMPANY,

by _____
President & Director

[Seal]

_____
Director

Attest:

_____
Director
A majority of the Board of Directors

_____
Secretary

LIBERTY INDUSTRIAL PARK CORPORATION,

by _____
President & Director

[Seal]

_____
Director

Attest:

_____
Director

_____
Secretary

A majority of the Board of Directors

MICKEY THOMPSON ENTERPRISES, INC.,

by _____
President & Director

[Seal]

_____
Director

Attest:

_____
Director

_____
Secretary

A majority of the Board of Directors

PRATT & WHITNEY INC,

by _____
President & Director

[Seal]

_____
Director

Attest:

_____
Director

_____
Secretary

A majority of the Board of Directors

QUINCY INC,

by _____
President & Director

[Seal]

_____
Director

Attest:

_____
Director
A majority of the Board of Directors

_____
Secretary

MACHINERY TRADING INC,

by _____
President & Director

[Seal]

_____
Director

Attest:

_____
Director
A majority of the Board of Directors

_____
Secretary

POTTER & JOHNSTON COMPANY,

by _____
President & Director

[Seal]

_____
Director

Attest:

_____
Director
A majority of the Board of Directors

_____
Secretary

I HEREBY CERTIFY that I am the Secretary of FAIRBANKS MORSE INC, a Delaware corporation, and DO FURTHER CERTIFY as follows:

1. The foregoing Agreement of Merger (herein called the "Agreement") between FAIRBANKS MORSE INC and the other parties named therein was approved by resolution adopted by the Board of Directors of FAIRBANKS MORSE INC and thereafter was executed in accordance with Section 103 of the General Corporation Law of the State of Delaware and Section 10-342 of the General Corporation Law of the State of Arizona.

2. The Agreement thereafter was adopted by the sole holder of all the capital stock of FAIRBANKS MORSE INC pursuant to a Consent of Stockholder In Lieu of Meeting given in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I do sign my name as Secretary of FAIRBANKS MORSE INC this 28th day of September 1971.

Secretary

[Seal]

I HEREBY CERTIFY that I am the Secretary of COLT'S INC, an Arizona corporation, AND DO FURTHER CERTIFY as follows:

1. The foregoing Agreement of Merger (herein called the "Agreement") between COLT'S INC and the other parties named therein was approved by resolution adopted by the Board of Directors of COLT'S INC and thereafter was executed in accordance with Section 10-342 of the General Corporation Law of the State of Arizona and Section 103 of the General Corporation Law of the State of Delaware.

2. The sole holder of capital stock of COLT'S INC executed a written consent waiving the provisions of Section 10-343 of the General Corporation Law of the State of Arizona with respect to notice by mail and notice by publication and adopted the Agreement.

IN WITNESS WHEREOF, I do sign my name as Secretary of COLT'S INC this 28th day of September 1971.

Secretary

[Seal]

59N

I HEREBY CERTIFY that I am the Secretary of ELOX INC, a Delaware corporation, and DO FURTHER CERTIFY as follows:

1. The foregoing Agreement of Merger (herein called the "Agreement") between ELOX INC and the other parties named therein was approved by resolution adopted by the Board of Directors of ELOX INC and thereafter was executed in accordance with Section 103 of the General Corporation Law of the State of Delaware and Section 10-342 of the General Corporation Law of the State of Arizona.

2. The Agreement thereafter was adopted by the sole holder of all the capital stock of ELOX INC pursuant to a Consent of Stockholder in Lieu of Meeting given in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I do sign my name as Secretary of ELOX INC this 28th day of September 1971.

Secretary

[Seal]

I HEREBY CERTIFY that I am the Secretary of GEORGE L. DETTERBECK COMPANY, a Delaware corporation, and DO FURTHER CERTIFY as follows:

1. The foregoing Agreement of Merger (herein called the "Agreement") between GEORGE L. DETTERBECK COMPANY and the other parties named therein was approved by resolution adopted by the Board of Directors of GEORGE L. DETTERBECK COMPANY and thereafter was executed in accordance with Section 103 of the General Corporation Law of the State of Delaware and Section 10-342 of the General Corporation Law of the State of Arizona.

2. The Agreement thereafter was adopted by the sole holder of all the capital stock of GEORGE L. DETTERBECK COMPANY pursuant to a Consent of Stockholder In Lieu of Meeting given in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I do sign my name as Secretary of GEORGE L. DETTERBECK COMPANY this 28th day of September 1971.

Secretary

[Seal]

I HEREBY CERTIFY that I am the Secretary of LIBERTY INDUSTRIAL PARK CORPORATION, a Delaware corporation, and DO FURTHER CERTIFY as follows:

1. The foregoing Agreement of Merger (herein called the "Agreement") between LIBERTY INDUSTRIAL PARK CORPORATION and the other parties named therein was approved by resolution adopted by the Board of Directors of LIBERTY INDUSTRIAL PARK CORPORATION and thereafter was executed in accordance with Section 103 of the General Corporation Law of the State of Delaware and Section 10-342 of the General Corporation Law of the State of Arizona.

2. The Agreement thereafter was adopted by the sole holder of all the capital stock of LIBERTY INDUSTRIAL PARK CORPORATION pursuant to a Consent of Stockholder In Lieu of Meeting given in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I do sign my name as Secretary of LIBERTY INDUSTRIAL PARK CORPORATION this 28th day of September 1971.

Secretary

[Seal]

I HEREBY CERTIFY that I am the Secretary of QUINCY INC, a Delaware corporation, and DO FURTHER CERTIFY as follows:

1. The foregoing Agreement of Merger (herein called the "Agreement") between QUINCY INC and the other parties named therein was approved by resolution adopted by the Board of Directors of QUINCY INC and thereafter was executed in accordance with Section 103 of the General Corporation Law of the State of Delaware and Section 10-342 of the General Corporation Law of the State of Arizona.

2. The Agreement thereafter was adopted by the sole holder of all the capital stock of QUINCY INC pursuant to a Consent of Stockholder In Lieu of Meeting given in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I do sign my name as Secretary of QUINCY INC this 28th day of September 1971.

Secretary

[Seal]

I HEREBY CERTIFY that I am the Secretary of MACHINERY TRADING INC, a Delaware corporation, and DO FURTHER CERTIFY as follows:

1. The foregoing Agreement of Merger (herein called the "Agreement") between MACHINERY TRADING INC and the other parties named therein was approved by resolution adopted by the Board of Directors of MACHINERY TRADING INC and thereafter was executed in accordance with Section 103 of the General Corporation Law of the State of Delaware and Section 10-342 of the General Corporation Law of the State of Arizona.

2. The Agreement thereafter was adopted by the sole holder of all the capital stock of MACHINERY TRADING INC pursuant to a Consent of Stockholder In Lieu of Meeting given in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I do sign my name as Secretary of MACHINERY TRADING INC this 28th day of September 1971.

Secretary

[Seal]

I HEREBY CERTIFY that I am the Secretary of PRATT & WHITNEY INC, a Delaware corporation, and DO FURTHER CERTIFY as follows:

1. The foregoing Agreement of Merger (herein called the "Agreement") between PRATT & WHITNEY INC and the other parties named therein was approved by resolution adopted by the Board of Directors of PRATT & WHITNEY INC and thereafter was executed in accordance with Section 103 of the General Corporation Law of the State of Delaware and Section 10-342 of the General Corporation Law of the State of Arizona.

2. The Agreement thereafter was adopted by the sole holder of all the capital stock of PRATT & WHITNEY INC pursuant to a Consent of Stockholder in Lieu of Meeting given in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I do sign my name as Secretary of PRATT & WHITNEY INC this 28th day of September 1971.

Donald E. O'Keefe
Secretary

[Seal]

I HEREBY CERTIFY that I am the Secretary of MACHINERY TRADING INC, a Delaware corporation, and DO FURTHER CERTIFY as follows:

1. The foregoing Agreement of Merger (herein called the "Agreement") between MACHINERY TRADING INC and the other parties named therein was approved by resolution adopted by the Board of Directors of MACHINERY TRADING INC and thereafter was executed in accordance with Section 103 of the General Corporation Law of the State of Delaware and Section 10-342 of the General Corporation Law of the State of Arizona.

2. The Agreement thereafter was adopted by the sole holder of all the capital stock of MACHINERY TRADING INC pursuant to a Consent of Stockholder In Lieu of Meeting given in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I do sign my name as Secretary of MACHINERY TRADING INC this 28th day of September 1971.

Secretary

[Seal]

F-10126

ARIZONA CORPORATION COMMISSION

IN [illegible]

FILED

SEP 29 1971

At 11:50 A.M. at request of

C.T. Corporation System

Address 14 [illegible]

By [illegible]

SECRETARY

William R. Johnson

R. 87544