

**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of **PTS SYSTEMS, INC.** was filed on 11/10/1970, under the name of **PTS SYSTEMS, INC.**, with perpetual duration, and that a diligent examination has been made of the Corporate Index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment **PTS SYSTEMS, INC.**, changing its name to **KINETICS THERMAL SYSTEMS, INC.**, was filed 11/17/2000.

A Certificate of Amendment **KINETICS THERMAL SYSTEMS, INC.**, changing its name to **PTS SYSTEMS, INC.**, was filed 03/08/2004.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 06th day of July
two thousand and four.

Secretary of State

200407070552 * 07

09/08/2004 WED 9:36 FAX 512 248 5579 Celerity

002/005

State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

March 11, 2004



A handwritten signature in black ink, appearing to read "R. A. S.", is written over the printed title.

Secretary of State

DOS-200 (Rev. 03/02)

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003/003

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

KINETICS THERMAL SYSTEMS, INC.

Under Section 805 of the Business Corporation Law

The undersigned being respectively the vice president and the assistant secretary of Kinetics Thermal Systems, Inc., a New York Corporation, hereby certify as follows:

1. The name of the corporation is Kinetics Thermal Systems, Inc.
2. The Certificate of Incorporation of Kinetics Thermal Systems, Inc. was filed by the Department of State on November 30, 1970. Certificates of Amendment of the Certificate of Incorporation of Kinetics Thermal Systems, Inc. were filed by the New York Department of State on April 3, 1974, December 18, 1989, November 29, 1996, and on March 15, 2001 respectively and a Certificate of Merger of Parnham Holdings, Inc. into Kinetics Thermal Systems, Inc. was filed by the New York Department of State on November 18, 1996 which amended the Certificate of Incorporation of Kinetics Thermal Systems, Inc. (the Certificate of Incorporation and all amendments thereto are collectively referred to here in as the "Certificate of Incorporation").
3. The Certificate of Incorporation of Kinetics Thermal Systems, Inc. is hereby further amended so as to change the name of the corporation to FTS Systems, Inc.
4. Paragraph 4 of the Certificate of Incorporation shall be amended to read as follows:
"1. The name of the corporation is FTS Systems, Inc."
5. The amendment of the Certificate of Incorporation were authorized by a unanimous vote of the holders of all outstanding shares entitled to vote thereon and were also approved by unanimous vote of all of the Board of Directors.

IN WITNESS WHEREOF, the undersigned have subscribed this certificate and hereby affirm it is true under the penalties of perjury this 13th day of February 2004.


John Goodman, Vice President


Marinda Hinojosa, Assistant Secretary

09/06/2004 WED 9:37 FAX 512 246 5670 Celerity 004/008

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CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

KINETICS THERMAL SYSTEMS, INC.
(Insert Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

Filer's Name MARLINDA HINOJOSA
Address 2805 MISSION COLLEGE BLVD.
City, State and Zip Code SANTA CLARA, CA 95054

FILED
2004 MAR -8 AM 11:02

NOTE: This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that all documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee, plus the required tax on shares pursuant to §180 of the Tax Law, if applicable.

For Office Use Only

STATE OF NEW YORK
DEPARTMENT OF STATE

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BY: [Signature]

[Signature]

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N. Y. S. DEPARTMENT OF STATE
DIVISION OF CORPORATIONS AND STATE RECORDS ALBANY, NY 12231-0001

FILING RECEIPT

ENTITY NAME: FTS SYSTEMS, INC.

DOCUMENT TYPE: AMENDMENT (DOMESTIC BUSINESS) COUNTY: ULST
NAME

SERVICE COMPANY: ** NO SERVICE COMPANY ** SERVICE CODE: 00

FILED: 03/08/2004 DURATION: ***** CASH#: 040308000194 FILM #: 040308000189

ADDRESS FOR PROCESS

REGISTERED AGENT



FILER	FEES	165.00	PAYMENTS	165.00
MARILINDA HINOJOSA	FILING	60.00	CASH	0.00
2805 MISSION COLLEGE BLVD.	TAX	0.00	CHECK	165.00
SANTA CLARA, CA 95054	CERT	50.00	CHARGE	0.00
	COPIES	30.00	DRAWDOWN	0.00
	HANDLING	25.00	BILLED	0.00
			REFUND	0.00

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