

CERTIFICATE OF INCORPORATION

OF

AC HOLDING CORPORATION

PLAINTIFF'S EXHIBIT

NAR-236

ARTICLE I

The name of the Corporation is AC Holding Corporation (the "Corporation").

ARTICLE II

The address of the registered office of the Corporation in the State of Delaware is 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name of its registered agent at that address is The Corporation Trust Company.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE IV

The total number of shares of capital stock which the Corporation has authority to issue is one hundred shares of common stock, no par value, per share.

ARTICLE V

The name and mailing address of the incorporator is Nancy F. Gurwitz, 299 Park Avenue, New York, New York 10017.

STATE OF NEW YORK)
 : SS.:
COUNTY OF NEW YORK)

On this 21 day of June, 1979 there personally came Nancy F. Gurwitz, the person who executed the foregoing certificate, known to me personally to be such, and she duly executed said certificate before me and acknowledged that it was her act and deed and that the facts stated therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

Miriam Aydee Sapena

MIHAM AYDEE SAPENA
Notary Public, State of New York
No. 24-01000
Qualified in Kings County
Commission Expires March 24, 1981

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER OF "BUNKER RAMO CORPORATION", CHANGING ITS NAME FROM "BUNKER RAMO CORPORATION" TO "BUNKER RAMO-ELTRA CORPORATION", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 1982, AT 10 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1106490

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DATE: 04-30-01