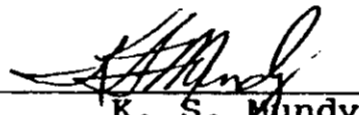


STATE OF NORTH CAROLINA  
COUNTY OF MECKLENBURG

James S. King, being the President and K. S. Mundy, being the Secretary of PIEDMONT WELDING SUPPLY COMPANY, each being duly sworn, depose and say that they have read and understood the meaning and purport of the statements contained in the foregoing Articles of Merger, they signed the foregoing Articles of Merger in the capacities indicated, they are authorized so to sign, and the statements therein are true and correct.

  
James S. King

  
K. S. Mundy

Subscribed and sworn to  
me this 30th day of June,  
1982.

  
Notary Public

My Commission Expires:

Nov 17, 1985

[NOTARIAL SEAL]

Drawn by and deliver to:

Pamela K. Silverman  
Kennedy, Covington, Lobdell  
& Hickman  
3300 NCNB Plaza  
Charlotte, North Carolina 28280