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DELAWARE COUNTY IOWA
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BOOK 2004 PAGE 1085
DEBORAH L. PEYTON
DELAWARE CO RECORDER
36.00

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

ETX TECHNOLOGIES, INC.
into
EXIDE CORPORATION

Certified 11/20/03

PREPARED BY:
CHERYL SHELDON
CHICAGO TITLE INSURANCE COMPANY
222 SOUTH NINTH STREET, SUITE 3250
MINNEAPOLIS, MN 55402

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Delaware

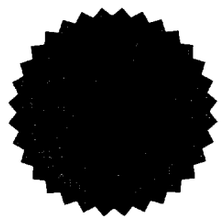
The First State

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 OWNERSHIP, WHICH MERGES:

"ETX TECHNOLOGIES, INC", A DELAWARE CORPORATION,

WITH AND INTO "EXIDE CORPORATION" UNDER THE NAME OF "EXIDE TECHNOLOGIES", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF JULY, A.D. 2001, AT 12:15 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF AUGUST, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0649626 8100M

AUTHENTICATION: 2764169

030749438

DATE: 11-20-03

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
ETX TECHNOLOGIES, INC.
INTO
EXIDE CORPORATION
*****

Exide Corporation (the "Parent") pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"),

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations to the merger are as follows:

Name	State of Incorporation
Exide Corporation	Delaware
ETX Technologies, Inc.	Delaware

(ETX Technologies, Inc. is referred to herein as the "Subsidiary.")

SECOND: That Parent owns all of the outstanding shares of the common stock of Subsidiary, which is the only outstanding class of capital stock of the Subsidiary.

THIRD: That the Board of Directors of Parent at a meeting held on May 15, 2001, duly adopted resolutions authorizing the merger of Subsidiary with and into Parent pursuant to Section 253 of the DGCL (the "Merger"). A true copy of such resolutions is attached hereto as Exhibit A. Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.

FOURTH: That upon the effective time of the filing of the Certificate of Ownership and Merger, the name of the corporation surviving the Merger shall be Exide Technologies.

FIFTH: That the Restated Certificate of Incorporation of the surviving corporation shall be the Restated Certificate of Incorporation of Parent, which shall be amended to change ARTICLE FIRST to read as follows: "The name of the corporation is Exide Technologies."

SIXTH: That this Certificate of Ownership and Merger shall be effective at 9:00 a.m. on August 1, 2001.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:15 PM 07/16/2001
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IN WITNESS WHEREOF, said Parent has caused this Certificate of Merger to be executed by John R. Van Zile, Executive Vice President, General Counsel and Secretary as of this 16th day of July, 2001.

EXIDE CORPORATION,
a Delaware corporation

By: /s/ John R. Van Zile
Name: John R. Van Zile
Title: Executive Vice President,
General Counsel and Secretary

RESOLVED, the Board of Directors has determined it to be in the best interests of Parent for Parent to establish a wholly-owned subsidiary under the name "ETX Technologies, Inc." ("Subsidiary") for the purpose of merging the Subsidiary into the Parent to change Parent's name;

FUTHER RESOLVED, that Parent will merge Subsidiary with and into itself (the "Merger"), and that Parent shall be the surviving corporation (the "Surviving Corporation"), pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL");

FURTHER RESOLVED, that by virtue of the Merger, each issued and outstanding share of Common Stock, par value $0.01 per share, of Subsidiary that is owned by Parent shall be cancelled and retired and shall cease to exist and no consideration shall be delivered in exchange therefor;

FURTHER RESOLVED, that the Restated Certificate of Incorporation of the Surviving Corporation shall be the Restated Certificate of Incorporation of the Parent, which shall be amended by changing the Article thereof numbered "FIRST" so that, as amended, the Article shall be and read as follows:

FIRST: The name of the corporation is Exide Technologies.

FURTHER RESOLVED, that the Bylaws of Parent shall be the Bylaws of the Surviving Corporation;

FURTHER RESOLVED, that the directors of Parent immediately prior to the Merger shall be the directors of the Surviving Corporation;

FURTHER RESOLVED, that the President or any Vice President of Parent, are each hereby authorized and directed to execute in the name and on behalf of Parent a Certificate of Ownership and Merger setting forth, among other things, a copy of these resolutions and the date of their adoption; and that such officers are hereby authorized and directed to cause such executed Certificate of Ownership and Merger to be filed in the Office of the Secretary of State of Delaware and to cause a certified copy of such Certificate to be recorded in the Office of the Recorder of Deeds of New Castle County, all in accordance with Sections 103 and 253 of the DGCL;

FURTHER RESOLVED, that the Merger shall become effective and the corporate existence of Subsidiary shall cease upon the filing of such Certificate of Ownership and Merger with the Secretary of State of the State of Delaware in accordance with Sections 103 and 253 of the DGCL;

FURTHER RESOLVED, that the appropriate officers of Parent be, and each of them hereby is, authorized and directed to take or cause to be taken all such further actions and to execute and deliver or cause to be delivered all such further instruments and documents in the name and on behalf of Parent, and to incur all such fees and expenses as in their judgment shall be necessary or advisable in order to carry out fully the intent and purposes of the foregoing resolutions; and

FURTHER RESOLVED, that all actions previously taken by the officers and directors of Parent in connection with the transactions contemplated by these resolutions are hereby adopted, ratified, confirmed and approved in all respects.