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divided into One Thousand (1,000) Shares of common stock of the par value of One Hundred (\$100.00) Dollars each; that the total authorized capital stock of Jaypol Corporation is One Thousand (1000) Shares of no par value; that the surviving corporation shall have an authorized capital stock of Two Thousand (2000) shares of no par value.

6. The period of existence of the surviving corporation is unlimited.

7. That the manner of converting shares of the capital stock of Jaypol Corporation to shares of the capital stock of the surviving corporation shall be as follows:

A. The shares of capital stock of Jaypol Corporation shall be surrendered by the holders thereof to Insulators, Inc., for cancellation in return for an equivalent number of shares of the capital stock, no par value, of Insulators, Inc.

8. All of the assets of Jaypol Corporation shall become the property of Insulators, Inc., effective June 1, 1954; and all of the liabilities of Jaypol Corporation shall be assumed by Insulators, Inc., as of said date, all as bylaw provided.

In witness whereof, we have hereunto set our hands and affixed the seals of said corporations, this 27th day of May, 1954.

(CORPORATE SEAL)

(CORPORATE SEAL)

J. L. Pressman

Arthur Pressman

Nell McGill

Directors of JAYPOL CORPORATION

Hyman Pressman

J. L. Pressman

Nell McGill

Directors of INSULATORS, INC.