

in the office of the Recorder of Deeds for the County of New Castle on November 6, 1968, as amended by its Certificate of Designations, Preferences and Rights of Preferred Stock, Series A filed in the office of said Secretary of State and recorded in the office of said Recorder of Deeds on December 13, 1968, has an authorized capital stock consisting of three million (3,000,000) shares of Common Stock of the par value of Twenty cents (\$.20) each, and five hundred thousand (500,000) shares of Preferred Stock of the par value of One dollar (\$1.00) each, issuable in series, of which twenty thousand (20,000) shares of said Preferred Stock, Series A have been designated, amounting in the aggregate to One million one hundred thousand dollars (\$1,100,000), of which capital stock four hundred sixty-eight thousand eight hundred (468,800) shares of such Common Stock are now issued and outstanding and twenty thousand (20,000) shares of such Preferred Stock, Series A have been subscribed for subject to certain contingencies; and

WHEREAS, the registered offices of both of the Corporation and Baldt in the State of Delaware are located at 100 West 10th Street, in the City of Wilmington, County of New Castle, and the name of their registered agent at such address is The Corporation Trust Company;

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