

IN WITNESS WHEREOF each of the Constituent Corporations has caused this Agreement to be signed in its corporate name of its President or one of its Vice Presidents and attested by its Secretary or one of its Assistant Secretaries and its corporate seal to be affixed hereto, all as of the day first above written.

MORTON-NORWICH PRODUCTS, INC.
a New York corporation

By *Lewis H. Burham*
President

[Corporate Seal]

ATTEST:

E. Schmitt
Secretary

MORTON-NORWICH PRODUCTS, INC.
a Delaware corporation

By *Lewis H. Burham*
President

[Corporate Seal]

ATTEST:

E. Schmitt
Secretary



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