

WAIVER OF NOTICE AND CONSENT TO ANNUAL MEETING OF STOCKHOLDER
OF

A. P. GREEN SERVICES INC.

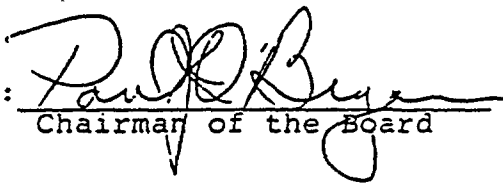
To Be Held May 29, 1987

The undersigned, A. P. GREEN REFRACTORIES CO., the owner of all the issued and outstanding shares of A. P. GREEN SERVICES INC., hereby consents that the annual meeting of the shareholder of said company, scheduled to be held on April 9, 1987, at 10:00 o'clock in the forenoon, be held at the office of A. P. Green Refractories Co., Mexico, Missouri, on the 29th day of May, 1987, at 10:00 o'clock in the forenoon C.D.T. and hereby waives further notice of the time, place and purpose of said meeting.

Dated this 15th day of May, 1987.

A. P. GREEN REFRACTORIES CO.

BY:


Chairman of the Board

