PLAINTIFF'S EXHIBIT

DC-38

SMITH & KANZLER COMPANY

* * * * *

INSPECTORS' CERTIFICATE

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WE, THE SUBSCRIBERS, INSPECTORS OF ELECTION appointed to act at the first meeting of the above named corporation held this 30th day of June, 1964, do report that, having taken an oath impartially to conduct the election, we did receive the votes of the incorporators by ballot.

We report that three (3) votes were cast, and that the following persons received the number of votes set opposite their respectivenames, to wit:

FOR DIRECTORS	NUMBER OF VOTES
GEORGE E. VICTOR	3
ORRIN W. CLIFTON	3
WAYNE D. NEATHERY	3

Respectfully submitted,

Inspectors.