September 30, 1986

LEAD INDUSTRIES ASSOCIATION, INC.

Amendments to By-Laws Since
April 1, 1980

Set forth below are all of the amendments to the By-Laws of Lead Industries Association, Inc. since April 1, 1980:

1. On March 7, 1982, Section 2.01 of the By-Laws was amended to read as follows:

"2.01. Annual Meetings. The Annual Meeting of the members of the Corporation for the election of directors and for the transaction of such other business as may properly come before such meeting shall be held on such day in March, April or May or such other month as may be designated by the Board of Directors, or, if no such designation is made, on the third Wednesday in May, if not a legal holiday, or, if a legal holiday, then on the next succeeding day not a legal holiday."

2. On April 21, 1983, Section 4.04 of the By-Laws was amended to read as follows:

"4.04. Quorum. Except at the time otherwise required by statute, the presence at any meeting of the Board of Directors of the following number of directors shall be necessary and sufficient to constitute a quorum for the transaction of business: (a) in the event the authorized number of directors shall be 15 or less, one-third of the authorized number of directors, or (b) in the event the authorized number of directors shall be more than 15, five directors plus one additional director for every ten authorized directors (or a fraction thereof) in excess of 15. In the absence of a quorum, a majority of the directors present may adjourn the meeting sine die or to another time and place."

3. On April 2, 1984, Section 7.02 of the By-Laws was amended such that the preamble in the first sentence reads as follows:

> "The Executive Committee shall consist of the Chairman (who shall also serve as Chairman of the Executive Committee) and not less than five nor more than eight other directors to hold office subject to the following provisions:"

4. On March 26, 1985, Section 1.02(b) of the By-Laws was amended such that the first sentence reads as follows:

> "Any individual, corporation, association, partnership or other organization admitted to membership which is engaged in lead mining, smelting and refining, manufacturing or consumption and which does not qualify for membership under Section 1.02(a), or which is not engaged in one or more of such activities but markets lead or lead products within the United States, shall be an associate member of the Corporation."

5. On March 19, 1986, Section 1.05 of the By-Laws was amended such that the final sentence reads as follows:

> "Any member (irrespective of membership category) or associate member giving such notice of withdrawal shall be obligated to pay to the Corporation all amounts payable by such member or associate member under Section 1.08, accrued to the effective date of such withdrawal, and shall, for the purpose of permitting orderly budgeting and operations by the Corporation following member withdrawals, be further obligated to pay to the Corporation, in four equal, quarterly installments commencing on the first day of the month next following the month in which such effective date occurred, an aggregate amount equal to the total amounts that such member or associate member was or would have been obligated to pay to the Corporation under Section 1.08 for the entire fiscal year in which such effective date occurred."