

CHADBOURNE, STANCHFIELD & LEVY  
25 BROADWAY, NEW YORK

RECEIVED  
NEW YORK  
SEP 10 1936

September 8, 1936.

Mr. D. B. Hennessy,  
Anaconda Lead Products Company,  
25 Broadway,  
New York, N. Y.

Dear Sir:

Enclosed please find the following:

1. Certified copy of Certificate of Reduction  
of Capital of Anaconda Lead Products Company;
2. Certified copy of Certificate of Amendment  
of Certificate of Incorporation of the same Company.

Both of these certificates were filed in the office of the Secretary of State of Delaware on September 1, 1936, and recorded in the office of the Recorder of Newcastle County, Delaware, on the same date. The reduction of capital and amendment of the Certificate of Incorporation became effective September 1, 1936.

This will also confirm delivery to you today of the minutes of a special meeting of the Board of Directors held August 28, 1936, and minutes of a special meeting of stockholders held the same day.

Kindly acknowledge receipt.

Very truly yours,

Enclosures

*Chadbourne Stanchfield Levy*

ISRO00317

N 3877

**Certified Copy**

CERTIFICATE OF REDUCTION OF CAPITAL

-of-

ANACONDA LEAD PRODUCTS COMPANY

N 3877.01

ISR000318

CERTIFICATE OF REDUCTION OF CAPITAL

ANACONDA LEAD PRODUCTS COMPANY, a corporation organized and existing under the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY as follows:

(1) That at a meeting of the Board of Directors of Anaconda Lead Products Company duly held and convened, a resolution was adopted setting forth a proposed reduction of the capital of said corporation in the manner and to the extent hereinafter set forth and calling a meeting of stockholders for the consideration thereof.

(2) That at a meeting of the stockholders of said Company held upon written waiver of notice duly signed by the holders of all the issued and outstanding capital stock in accordance with the provisions of Section 90 of the General Corporation Law, as amended, on the 28th day of August, A. D. 1936, in the City of New York, State of New York, at three-thirty o'clock in the afternoon, for the purpose of voting upon the question of reducing its capital to the extent hereinafter set out, a resolution was duly adopted reducing the capital of said corporation by the amount of \$682,500 by reducing (in conjunction with appropriate action under Section 26 of the General Corporation Law, as amended) the par value of each share of the 13,650 issued and outstanding shares of stock of the corporation from \$100 per share to \$50 per share.

(3) That the assets of the corporation remaining after such reduction are sufficient to pay any debt, the payment of which has not been otherwise provided for.

IN WITNESS WHEREOF, said ANACONDA LEAD PRODUCTS

COMPANY has caused its corporate seal to be affixed and  
this certificate to be signed by Robert E. Dwyer, its  
President, and D. B. Hennessy, its Secretary, this 1st  
day of August, 1976.

~~XXXXXXXXXX~~  
(SEAL)

ROBERT E. DWYER  
President

(SEAL)

D. B. HENNESSY  
Secretary

ANACONDA LEAD PRODUCTS COMPANY  
CORPORATE SEAL  
1919  
DELAWARE

ISR000320

STATE OF NEW YORK }  
COUNTY OF NEW YORK } ss.:

BE IT REMEMBERED that on this 11st day of August, A. D. 1936, personally came before me, a Notary Public in and for the County and State aforesaid, Robert E. Dwyer, President of ANACONDA LEAD PRODUCTS COMPANY, a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said Robert E. Dwyer, President, duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the said President and of the Secretary of said corporation to said foregoing certificate are in the handwriting of the said President and Secretary of said company respectively, and that the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

EDWARD MAYO

(~~STAMP~~)  
(~~SEAL~~)

Notary Public  
Commission Expires  
Qualified In

EDWARD MAYO  
NOTARY PUBLIC  
QUEENS COUNTY, N.Y.

1SR000321

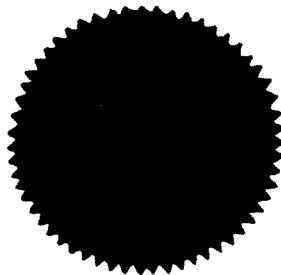
State of Delaware

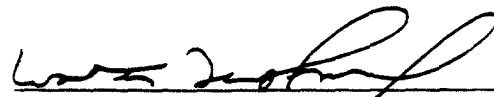


Office of Secretary of State

I, Walter Dent Smith, Secretary of State of the State of Delaware,  
do hereby certify that the above and foregoing is a true and correct copy of  
Certificate of Reduction of Capital of the "ANACONDA LEAD PRODUCTS  
COMPANY", as received and filed in this office the first day of  
September, A. D. 1936, at 11 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand  
and official seal at Dover this first day  
of September in the year of our Lord  
one thousand nine hundred and thirty-six.



  
Secretary of State

ISR000322

**Certified Copy**

**CERTIFICATE OF AMENDMENT**

**of**

**CERTIFICATE OF INCORPORATION**

**-of-**

**ANACONDA LEAD PRODUCTS COMPANY**

N 3877.02

ISR000323

CERTIFICATE OF AMENDMENT  
of  
CERTIFICATE OF INCORPORATION

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ANACONDA LEAD PRODUCTS COMPANY, a corporation  
organized and existing under and by virtue of the General  
Corporation Law of the State of Delaware, DOES HEREBY  
CERTIFY:

FIRST: That at a meeting of the Board of  
Directors of said Anaconda Lead Products Company duly held  
and convened, a resolution was duly adopted setting forth  
an amendment proposed to the Certificate of Incorporation  
as follows:

RESOLVED, that the Certificate of Incorporation of this Corporation, as amended, be further amended by striking out all of paragraph "Fourth" thereof and inserting in lieu thereof the following:

"FOURTH: The total number of shares of stock which the corporation shall have authority to issue is Fifteen thousand (15,000), all of which shares shall have the par value of Fifty Dollars (\$50) each. Each share of stock of the par value of One hundred Dollars (\$100) per share heretofore issued is hereby changed into a share of stock of the par value of Fifty Dollars (\$50)."

and declaring said amendment advisable and calling a meeting of the stockholders of said corporation for consideration thereof.

SECOND. That thereafter, pursuant to the aforesaid resolution of its Board of Directors, a meeting of the stockholders of said corporation was duly held upon written waiver of notice duly signed by the holders of all the issued and outstanding capital stock as provided in Section 80 of the General Corporation Law, at which meeting the necessary number of stockholders as required by statute voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 13 of the General Corporation Law of Delaware as amended.

FOURTH: The capital of said corporation will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said ANACONDA LEAD PRODUCTS COMPANY has caused its corporate seal to be hereunto affixed and this certificate to be signed by Robert E. Dwyer, its President, and D. B. Hennessy, its Secretary, this 31st day of August, 1974.

~~(Signature)~~  
~~(Name)~~

~~(Signature)~~ Robert E. Dwyer  
President

~~(Signature)~~ D. B. Hennessy  
Secretary

ANACONDA LEAD PRODUCTS COMPANY  
CORPORATE SEAL  
1919  
DELAWARE

IN SENATE  
JANUARY 11, 1934  
COMMITTEE ON JUDICIARY  
NEW YORK

BE IT REMEMBERED that on this 31st day of  
August, A. D. 1934, personally came before me, a Notary  
Public in and for the County and State aforesaid, ROBERT  
E. Dwyer, President of AMERICAN LAND PROTECTORS COMPANY,  
a corporation of the State of Delaware, the corporation  
described in and which executed the foregoing certificate,  
known to me personally to be such, and he, the said  
Robert E. Dwyer, as such President, duly executed said  
certificate before me and acknowledged the said certificate  
to be his act and deed and the act and deed of said cor-  
poration; that the signatures of the said President and of  
the Secretary of said corporation to the said foregoing  
certificate are in the handwriting of the said President  
and Secretary of said Company respectively, and that the  
seal affixed to said certificate is the common or corporate  
seal of said corporation, and that his act of sealing, exe-  
cuting, acknowledging and delivering the said certificate  
was duly authorized by the Board of Directors and stock-  
holders of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand  
and seal of office the day and year aforesaid.

Edward Mayo

~~EDWARD MAYO~~  
~~NOTARY PUBLIC~~

EDWARD MAYO  
NOTARY PUBLIC  
QUEENS COUNTY, N.Y.

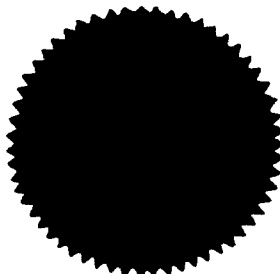
# State of Delaware

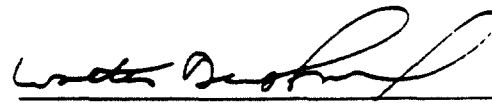


## Office of Secretary of State

I, Walter Dent Smith, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of Certificate of Amendment of the "ANACONDA LEAD PRODUCTS COMPANY", as received and filed in this office the first day of September, A. D. 1936, at 11 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand and official seal at Dover this first day of September in the year of our Lord one thousand nine hundred and thirty-six.



  
Secretary of State