

IN THE CIRCUIT COURT OF HOLMES COUNTY, MISSISSIPPI

DONNA MAE HERSHBERGER, et al

PLAINTIFFS

VS.

CAUSE NO.: 2000-26

A C AND S, et al

DEFENDANTS

AFFIDAVIT OF MICHAEL BAKER

STATE OF NEW JERSEY)
COUNTY OF) ss.:

MICHAEL BAKER, being duly sworn, deposes and says as follows:

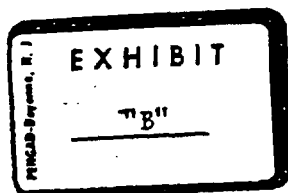
I am the assistant secretary of GAF Corporation, a defendant in the above-captioned action, and am fully familiar with the facts set forth below.

GAF Corporation is a corporation organized under the laws of the state of Delaware, in 1987, with its principal place of business in Wayne, New Jersey.

GAF Corporation is a holding company with no operations. It is the ultimate owner of another corporation, GAF Building Materials Corporation. GAF Building Materials Corporation is not incorporated under the laws of or headquartered in Mississippi.

GAF Building Materials Corporation acquired the assets and liabilities of another company that had been liquidated in 1989 (the "Defunct Company"). During a limited

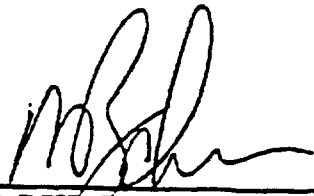
Defunct Company, which had been incorporated in 1929, had operated under the names "American Corporation," "General Aniline & Film Corporation" and "GAF Corporation."



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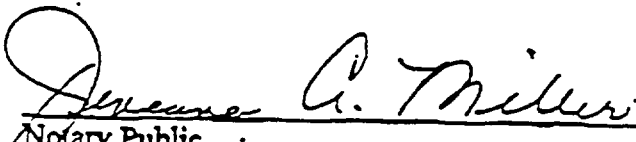
period of time that had ended long before its liquidation, the Defunct Company had manufactured and distributed asbestos products.

5. Neither GAF Corporation nor GAF Building Materials Corporation does business or is qualified to do business in the state of Mississippi.
6. Neither GAF Corporation nor GAF Building Materials Corporation maintains an office, post office box, or telephone in the state of Mississippi.
7. Neither GAF Corporation nor GAF Building Materials Corporation has any employees or agents in the state of Mississippi.
8. Neither GAF Corporation nor GAF Building Materials Corporation owns any real estate or other property located in the state of Mississippi.
9. Neither GAF Corporation nor GAF Building Materials Corporation has ever manufactured, sold or distributed asbestos or products containing asbestos.



MICHAEL BAKER

Sworn to before me this 24th day of February, 2000.



Notary Public

Jeneane A. Miller
Notary Public of New Jersey
My Commission Expires 9/26/2000

My Commission expires:

