ANACONDA LEAD PRODUCTS COMPANY

CERTIFIED COPY

A corporation of Delaware

N 3876

ISR000305

(DO NOT DETACH)

PURCHASER'S MEMORANDUM

CT 3-24 74286 x A - 382.50

State $

Federal $ 382.50

Check No. 1161

IMPORTANT

This stub, when stamped above with fac-simile signature of Stamp Teller, Date, Transaction Number and Amount constitutes your evidence of the transaction in

STOCK TRANSFER TAX STAMPS

It should be carefully preserved until audited in due course by State and Federal Examiners.

Empire Trust Company,
120 Broadway, New York.

1SR000306

July 3, 1924.

RE: ANACONDA LEAD PRODUCTS COMPANY

The Corporation Trust Company,
37 Wall Street,
New York, N. Y.

Gentlemen:

We beg to acknowledge receipt of your favor of the 27th ulto., addressed to Mr. A. J. Shores, enclosing extra certified copy of the certificate of increase of capital stock of this Company.

Yours very truly,

D. B. HENNESSY,

Secretary.

DBH-R

THE CORPORATION TRUST COMPANY

THIRTY SEVEN WALL STREET

NEW YORK

CHICAGO
PHILADELPHIA
PORTLAND
ST LOUIS
WILMINGTON
WASHINGTON
PITTSBURGH
LOS ANGELES
DETROIT
KANSAS CITY
MINNEAPOLIS
BOSTON

June 27th, 1924.

RE: ANACONDA LEAD PRODUCTS COMPANY

A. J. Shores, Esq.
25 Broadway,
New York City.

Dear Sir:-

The certificate of increase of capital stock of the above named company was filed in the office of the Secretary of State of Delaware on the 25th inst., and recorded in New Castle County on the 26th.

We hand you by messenger an extra certified copy thereof. Please acknowledge receipt.

Yours very truly,
THE CORPORATION TRUST COMPANY,

Assistant Secretary.

AEM:DCH.

N 3876.02

ISR000308

[redacted]

ANACONDA LEAD PRODUCTS COMPANY,
A Corporation of Delaware.

AMENDMENT OF CERTIFICATE OF INCORPORATION INCREASING AUTHORIZED CAPITAL STOCK.

Anaconda Lead Products Company, of the State of Delaware, does hereby certify under its corporate seal and the hands of its President and Secretary:

1. That at a special meeting of the stockholders of such corporation held at the office of the Company at Room 1825, 25 Broadway, Borough of Manhattan, City of New York, upon the 25th day of April, 1924, which was duly called and held pursuant to resolution of the Board of Directors of such Company, all of the stockholders of such Company being present in person or by proxy at such meeting and consenting to the holding thereof at such time and place by entering their consent thereto upon the minutes of such meeting, for the purpose, as set forth in such resolution of the Board, and in such consent of the stockholders entered upon the minutes of the meeting, of voting upon a proposed amendment to the Certificate of Incorporation of such Company by substituting in place of the paragraph thereof numbered "Fourth" which reads:

> "FOURTH: The total authorized capital stock of this corporation is one million dollars ($1,000,000), divided into ten thousand (10,000) shares of the par value of one hundred dollars ($100) each, all of which shall be common stock".

the following, to wit:

N 3876.03

ISR000309

> "FOURTH: The total authorized capital [illegible] stock of this corporation is one million five hundred thousand dollars ($1,500,000), divided into fifteen thousand (15,000) shares of the par value of one hundred dollars ($100) each, all of which shall be common stock."

There were present in person or by proxy stockholders representing 6,000 shares, being all of the outstanding shares of the authorized capital stock of 10,000 shares of the Company, all of which stockholders so present in person or by proxy were entitled to vote upon such proposed amendment.

2. That in conformity with and pursuant to the statute of Delaware and the by-laws of the Company, Elmer A. Sperry and R. E. Dwyer were appointed Judges for conducting the vote to be taken upon the adoption of such amendment; to decide upon the qualification of voters; to accept their votes; to count, when the vote should be completed, and ascertain the number of shares voted respectively for and against the proposed amendment, and to declare whether the persons or bodies corporate holding a majority of the voting stock of the corporation had voted for or against the proposed amendment, and to make out certificates accordingly in duplicate, stating the number of shares of stock issued and outstanding entitled to vote, and the number of shares voted for and the number of shares voted against the amendment respectively, and to do and perform such other acts as the statute of Delaware requires to be done by such Judges.

3. That a vote upon the adoption of such proposed amendment was duly had, and the Judges aforesaid having decided upon the qualification of voters, accepted their votes, and ascertained the number of shares voted respectively for and against such amendment, duly declared that the

persons or bodies corporate holding a majority of the voting stock of the corporation and a majority of all of the outstanding capital stock thereof, had voted for the proposed amendment, and they duly made out, subscribed and delivered to the Secretary of the Company certificates in duplicate, the certificate "Exhibit A" hereto attached being one of such duplicate certificates.

It appearing from the report of the Judges of Election that more than a majority of all of the outstanding capital stock of the Company, and more than a majority of all of its authorized capital stock had voted in favor of the adoption of such amendment, the President announced that the proposed amendment had been adopted by a vote of more than a majority of the shareholders entitled to vote; whereupon, on motion duly made, seconded and carried, the following resolution was unanimously adopted, six thousand (6,000) votes being cast in favor thereof and none against the same, to wit:

> "RESOLVED, that the certificate of the Judges made in duplicate and filed with the Secretary showing the vote upon the adoption of the proposed amendment of the Certificate of Incorporation be, and the same hereby is accepted and approved, and that the President or Vice-President and Secretary be and the same are hereby authorized and directed in behalf of this corporation, to execute, acknowledge and file such certificate or certificates as may be required by the statute of Delaware to be made and filed in the office of the Secretary of State of that State, and to do any and every other act necessary to be done in behalf of the corporation to give effect to the action of the stockholders this day taken, and to effect the amendment of the charter or certificate of incorporation of this Company in accordance with such determination of the stockholders."

IN WITNESS WHEREOF, Anaconda Lead Products Company as aforesaid has caused this certificate to be executed and acknowledged, and requests that the same may be filed in the office of the Secretary of State of the State of Delaware, and that a duly certified copy thereof be recorded in the office of the Recorder of the County of New Castle, State of Delaware.

ANACONDA LEAD PRODUCTS COMPANY.

(Seal)

By WM. WRAITH
President,
Anaconda Lead Products Company.

ATTEST:

E. B. [illegible]
Secretary,

Anaconda Lead Products Company.

ANACONDA LEAD PRODUCTS COMPANY
CORPORATE SEAL
1919
DELAWARE

STATE OF NEW YORK,)
: ss.:
County of New York,)

On this 28th day of April, 1924, before me personally came William Wraith and B. B. Hennessy, to me known, and known to me to be the President and Secretary, respectively, of Anaconda Lead Products Company, a corporation of the State of Delaware, and they duly acknowledged that they executed the foregoing instrument for and on behalf of said Anaconda Lead Products Company.

IN WITNESS WHEREOF, I have hereunto subscribed my hand, and affixed my seal, this 28th day of April, 1924.

PATRICK LEE

Notary Public, Queens Co. No. 2029
Certificate filed in New York Count
New York County Clerk's No. 437
New York Register's No. 5354
Commission expires March 30th, 1925.

(Seal)

PATRICK LEE
NOTARY PUBLIC
QUEENS COUNTY.

EXHIBIT "A".

REPORT OF JUDGES.

To the President, Secretary, and Stockholders of ANACONDA LEAD PRODUCTS COMPANY, a corporation of Delaware, assembled at a special meeting of the stockholders, being held at the office of the Company, Room 1825, 25 Broadway, Borough of Manhattan, City of New York, upon the 25th day of April, 1934:

The undersigned, who have been by the said meeting duly appointed Judges to decide upon the qualification of voters, inspect their votes, and perform such other duties as are imposed upon such Judges by the provisions of the statute of Delaware, DO HEREBY REPORT AND CERTIFY as follows:

1. That the stockholders below named, present in person or represented at the meeting by their proxies, R. E. DWYER and D. B. HENNESSY, as below stated, were stockholders of record of the Company at the close of business upon the 4th day of April, 1934, and ever since have been, and still are, stockholders of record, each holding of record as aforesaid the number of shares of stock set opposite his or its name, and duly qualified to vote at such special stockholders' meeting on the resolutions submitted to the meeting in respect of the amendment of the certificate of incorporation of the Company:

Present in person:

NAME OF STOCKHOLDER:	NO. OF SHARES.
[redacted] A. Sperry	1,500

Represented by its proxies
R. E. DWYER and D. B. HENNESSY:

NAME OF STOCKHOLDER:	[redacted]
Anaconda Copper Mining Company	4,500

2. That the undersigned Judges have carefully examined the proxy submitted to the meeting whereby R. E. DWYER and D. B. HENNESSY were appointed proxies to vote thereat in behalf of Anaconda Copper Mining Company, and find that the same is in due form, and duly authorizes such proxies in behalf of said Anaconda Copper Mining Company to vote affirmatively upon the proposed increase of the capital stock and the amendment of the Certificate of Incorporation of the company.

3. That the undersigned have received the ballots and have counted and ascertained the number of shares voted respectively for and against said amendment, and find and report thereon that 6,000 shares have been voted for the adoption of such amendment, and that no shares have been voted against the

same; and that the holders of all of the voting stock of such corporation have voted for the proposed amendment. And we hereby certify (in duplicate) that the number of authorized shares of the stock of such corporation is 10,000 shares, and the number of issued shares is 6,000 shares, and that the number of shares of stock which were entitled to vote at such meeting is 6,000 shares, and that 6,000 shares were voted for the adoption of such amendment, to-wit, for an amendment of the Certificate of Incorporation of said corporation by substituting in place of the paragraph numbered "Fourth" of such Certificate at present reading:

> "FOURTH: The total authorized capital stock of this corporation is One million Dollars ($1,000,000), divided into ten thousand (10,000) shares of the par value of One hundred Dollars ($100) each, all of which shall be common stock."

a provision reading:

> "FOURTH: The total authorized capital stock of this corporation is One million five hundred thousand dollars ($1,500,000), divided into fifteen thousand (15,000) shares of the par value of one hundred dollars ($100) each, all of which shall be common stock."

ELMER A. SPERRY

R. E. DWYER

Judges.

State of Delaware

Office of Secretary of State.

I, A. R. Benson, 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 Certificate of Incorporation of the "ANACONDA LEAD PRODUCTS COMPANY," as received and filed in this office the twenty-fifth day of June, A. D. 1924, at 1 o'clock P. M.

In Testimony Whereof, I have hereunto set my hand and official seal at Dover this twenty-fifth day of June, in the year of our Lord one thousand nine hundred and twenty-four.

A R Benson

Secretary of State