

Filing fee: \$5.00

## STATEMENT OF CANCELLATION OF REACQUIRED SHARES

OF  
HASBRO BRADLEY, INC.

See Revised  
Articles of Incorporation

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-62 of the General Laws, 1956, as amended, the undersigned corporation submits the following statement of cancellation by resolution of its board of directors of shares of the corporation reacquired by it, other than redeemable shares redeemed or purchased :

FIRST: The name of the corporation is Hasbro Bradley, Inc.

SECOND: The number of reacquired shares of the corporation cancelled by resolution duly adopted by the board of directors of the corporation on April 7, 1983, is \_\_\_\_\_, itemized as follows:

<u>Class</u>	<u>Series</u>	<u>Number of Shares</u>
Common Stock	--	509

THIRD: The aggregate number of issued shares of the corporation after giving effect to such cancellation is \_\_\_\_\_, itemized as follows:

<u>Class</u>	<u>Series</u>	<u>Number of Shares</u>
Common	--	9,246,921 (approx.)

FOURTH: The amount of the stated capital of the corporation, after giving effect to such cancellation is \$ 173, 130, 842. (approx.)

Dated January 28, 1985

By Alfred J. Verrecchia  
Its Sr. V. President-Finance  
and  
Its Secretary

STATE OF RHODE ISLAND }  
COUNTY OF PROVIDENCE } Sc.

At Pawtucket in said county on this 28th day of  
January, 1985, personally appeared before me Alfred J.  
Verrecchia, who, being by me first duly sworn, declared that he is the  
Sr. VP-Finance of Hasbro Bradley, Inc.,  
that he signed the foregoing document as Sr. VP-Finance of the  
corporation, and that the statements therein contained are true.

Omnes P. P. L.  
Notary Public

(NOTARIAL SEAL)