

Filing fee: ~~\$5.00~~ \$10.00

STATEMENT OF  
CANCELLATION OF REACQUIRED SHARES  
OF

HASBRO BRADLEY, INC.

*See Restated  
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	--	146

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	--	9,230,176 (approx.)

FOURTH: The amount of the stated capital of the corporation, after giving effect to such cancellation is \$1,731,122,000 (approx.)

Dated September 21, 1984

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 21st day of  
September, 1984, 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.

Alfred J. Verrecchia  
Notary Public

(NOTARIAL SEAL)

9/24/1984

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