

OR REGISTERED AGENT, OR BOTH,
OF

LOCTITE CORPORATION

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1 -107 of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of Delaware
, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is Loctite Corporation

SECOND: The address of its present registered office is 120 Westminster Street,
Providence, RI 02902

THIRD: The address to which its registered office is to be changed is 170 Westminster
Street, Suite 900, Providence, RI 02903

FOURTH: The name of its present registered agent is Corporation Service Company

FIFTH: The name of its successor registered agent is Corporation Service Company

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated May 28, 1997

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SECY OF STATE



By Eugene F. Miller

Its Vice President & Secretary


STATE OF Connecticut

COUNTY OF Hartford

} Sc. Hartford

At Hartford, Connecticut, in said county on this 28th day
of May, 1997, personally appeared before me
Eugene F. Miller, who, being by me first duly sworn, declared that he
is the Vice President, Secretary of Loctite Corporation
that he signed the foregoing document as Vice President, Secretary of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)


Notary Public

SUZANNE C. MICHAUD
NOTARY PUBLIC
MY COMMISSION EXPIRES APR. 30, 1998