

Filing fee: \$5.00

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF**

PENNWALT 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
Pennsylvania, 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 Pennwalt Corporation.

SECOND: The address of its present registered office is
111 Westminster Street, Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be changed is
111 Westminster Street, Providence, Rhode Island 02903

FOURTH: The name of its present registered agent is
Joseph E. Adelson

FIFTH: The name of its successor registered agent is
C T CORPORATION SYSTEM

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 5, 1970

PENNWALT CORPORATION

By

Charles H. Rybolt
Charles H. Rybolt

Its President

STATE OF PENNSYLVANIA }
COUNTY OF PHILADELPHIA } SC.

At Philadelphia, in said county on this 6th day
of May, 1970, personally appeared before me Charles
H. Rybolt, who, being by me first duly sworn, declared that he
is the President of Pennwalt Corporation
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Mary J. Kelly
Notary Public
MARY J. KELLY, Notary Public
PHILA., PHILA. COUNTY PA.
My Commission Expires Feb. 13, 1971

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MAY 20 1970