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STATEMENT OF CANCELLATION OF REACQUIRED SHARES OF

Murdock Webbing Company, Inc.

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 Murdock Webbing Company, Inc.

SECOND: The number of reacquired shares of the corporation cancelled by resolution duly adopted by the board of directors of the corporation on December 23, 1980, is 200, itemized as follows:

| <u>Class</u> | <u>Series</u> | <u>Number of Shares</u> |
|-----------------|---------------|-------------------------|
| Preferred stock | | 200 |

THIRD: The aggregate number of issued shares of the corporation after giving effect to such cancellation is 18,770, itemized as follows:

| <u>Class</u> | <u>Series</u> | <u>Number of Shares</u> |
|------------------------|---------------|-------------------------|
| Class A - common stock | | 10 |
| Class B - common stock | | 330 |
| Preferred stock | | 18,430 |

FOURTH: The amount of the stated capital of the corporation, after giving effect to such cancellation is \$ 1,843,540.

1-7-81 3666A14000 100081

Handwritten signature

Dated January 2, 1981

Murdoch Webbing Company, Inc.
By *[Signature]*
Its President
and *[Signature]*
Its Ass't. Secretary

STATE OF RHODE ISLAND
COUNTY OF *Providence* } SC.

At *Central Falls* in said county on this *29th* day of
December, 1980, personally appeared before me *J. C. Cyida & Edward R. Toffe* who, being by me first duly sworn, declared that *he* is the *President & Asst. Secretary* of *Murdoch Webbing Company, Inc.*

that he signed the foregoing document as *President & Asst. Secretary* of the corporation, and that the statements therein contained are true.

[Signature]
Notary Public

(NOTARIAL SEAL)

My Commission Expires
June 30, 1981