72073

In witness whereof, Insulators, Inc. and Jaypol Corporation, each has caused this instrument to be signed in its name, by its President, attested by its Secretary, under its corporate seal.

INSULATORS, INC.

BY: J. L. Pressman

(CORPORATE SEAL)

President

ATTEST:

Nell McGill Secretary

JAYPOL CORPORATION

BY: J. L. Pressman President

(CORPORATE SEAL)

ATTEST:

Arthur Pressman Secretary

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

I, Nell McGill, Secretary of Insulators, Inc., organized under the general laws of the state of North Carolina, hereby certify that the foregoing agreement was, on the 27th day of May, 1954, submitted to the stockholders of said corporation at a meeting called for the purpose of considering the same, notice thereof having been given as required by law and that all of the outstanding stock was unanimously voted to approve of such merger.

Witness my hand and the seal of Insulators, Inc., this 27th day of May, 1954.

Nell McGill

(CORPORATE SEAL)

Secretary of Insulators, Inc.

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

I, Arthur Pressman, Secretary of Jaypol Corporation,