

AMENDMENTS TO BY-LAWS

THE LYNDE AND HARRY BRADLEY FOUNDATION, INC.

Board of Directors Meeting - Pages 1 & 2 - November 23, 1992

It was brought to the attention of the meeting that the restated By-laws of the Foundation contained an error as to retirement ages for Directors. After discussion, on motion by Mr. Coleman seconded by Mr. Shakespeare, it was the unanimous action of the meeting that the record show that the Restated By-Laws of the Foundation as adopted September 20, 1988 and as Restated and adopted February 24, 1992 should be and are hereby corrected so as to refer to the 1989 annual meeting instead of 1988 so that the last paragraph of said Section 2 of Article 2 of the By-Laws dealing with term of office of Directors shall read as follows:

Directors who become members of the Board of Directors on or after September, 1989 and Directors who have not yet attained age 65 at such date shall be subject to mandatory retirement from the Board at the annual meeting of the Board of Directors next following such Director's attaining age 72. Directors who are members of the Board of Directors prior to the September 1989 annual meeting and who have attained age 65 at such date shall be grandfathered and shall not be subject to mandatory retirement from the Board until the annual meeting of the Board of Directors next following such Director's attaining age 78.