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DREXELL R. DAVIS SECRETARY OF STATE

CLINTON H. NEWMAN II

ASSISTANT SECRETARY OF STATE

COMMONWEALTH OF KENTUCKY OFFICE OF SECRETARY OF STATE

FRANKFORT, 40801

SECRETARY OF STATE (502) 554-3490

CORPORATE FILINGS (502) 564-2848

AUGUST 5, 1985

CORPORATION RECORDS (502) 584-7330

BONNIE L. CMASER C T CORPORATION SYSTEM 1633 BROADWAY NEW YORK, N. Y. 10019

hesitate to call us.

RE: BLESSINGS CORPORATION

Dear	Sir:								
	Receipt and filing			of the following is hereb			hereby a	y acknowledged.	
1.	XXX AUGI) JST 5,	Articles 1985	of Amen	dment	WERE	FILED IN	KENTUCKY	10
2.	()	Rostated	Article	s of Inc	corpor	ation		
							40921	.8	
3.	()	Articles	of Merg	er				
		_							
4.	()	Other						

If we may be of further assistance to you, please do not

Sincerely yours

Drexc11 R. Davis Secretary of State



Office of Secretary of State

OF MECHANIC HARMONDS SECRETARY OF STATE OF THE STATE OF SECRETARY OF ALTHOUGH TO A TRUE AND CORRECT COPY OF THE CERTIFICATE OF ABENDMENT OF BLEESINGS COPPORATION FILED IN THIS OFFICE ON THE THIRDITT. DAY OF MAY, A.P. 1985, AT 10 OFFICE A.M.

ORIGINAL COEV.
FILED
FLURETARY OF STATE OF REMTREKY

AUG -5 1985

Commence of the first

Michael Harkins, Secretary of State

AUTHENTICATION:

10074966

DATE:

07/31/1985

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

-of-

BLESSINGS CORPORATION

(Under Section 242 of the Delaware Corporation Law)

We, the undersigned, the Vice-President and Assistant Secretary, respectively, of BLESSINGS CORPORATION, hereby certify:

1. The name of the Corporation is:

BLESSINGS CORPORATION

- 2. The Certificate of Incorporation was filed on May 15, 1944 with the Office of the Secretary of the State of Delaware.
- 3. The Certificate of Incorporation is amended as authorized by Section 242 of the Delaware Corporation Law, to effect the following amendment:

To strike out Par. "1" of Article "FOURTH" of said Certificate of Incorporation and insert in lieu thereof, the following:

"FOURTH: The total number of shares of common stock which the corporation shall be authorized to issue shall be 5,000,000 shares at the par value of \$2.13. All shares of stock of the corporation shall be fully paid and non-assessable.".

4. The Amendment to the Certificate of Incorporation, in accordance with the provisions of Section 242 of the Delaware Corporation Law, was duly authorized and approved by a vote of a majority of

the Holders of the outstanding stock of the Corporation entitled to vote at the Annual Meeting of the Stockholders of the Corporation, held on May 21, 1985, upon notice given in accordance with Section 222 of the Delaware Corporation Law.

IN WITNESS WHEREOF, BLESSINGS CORPORATION has caused its corporate seal to be hereunto affixed and this Certificate to be signed by JAMES P. LUKE, its Vice-President, and attested to by JOSEPH F. SEMINARA, its Assistant Secretary, this 24th day of May, 1985.

BLESSINGS CORPORATION

(SEAL)

JAMES P. LUKE, Vice-President

ATTEST:

JOSEPH F./SEMINARA Assistant Secretary

STATE OF NEW JERSEY

SS.:

COUNTY OF

BE IT REMEMBERED, that on this 24th day of May, 1985, personally came before me, a Notary Public, in and for the County and State aforesaid, JAMES P. LUKE, Vice-President of BLESSINGS CORPORATION, a Corporation of the State of Delaware, and he duly executed said Certificate before me and acknowledged the said Certificate to

be his act and deed and the act and deed of said Corporation, and the facts stated therein are true; that the seal affixed to said Certificate and attested by the Assistant Secretary of said Corporation is the common or corporate seal of said Corporation.

in witness whereof, I have hereunto set my hand and seal of office the day and year aforesaid.

Notary / Public

TRUDY L. KELLY

NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Nov. 16, 1987.

C T CORPORATION SYSTEM

Associated with The Corporation Trust Company
1633 BROADWAY, NEW YORK, N.Y. 10019 • (212) 664-1666
TELEX: 96-8090

August 1, 1985

Secretary of State Corporation Department State Capitol Building Frankfort, Kentucky 40601

Commonwealth of Kentucky

Gentlemen:

RE: BLESSINGS CORPORATION

AC 15815-0

Pursuant to the instructions of counsel, we enclose the following for filing on behalf of the above corporation, which is authorized to do business in your state:

Certified copy of Certificate of Amendment

Please forward the usual evidence of filing to this office. Check in payment of the required fees is enclosed.

Very truly yours,

C T CORPORATION SYSTEM

Bonnie L. Glaser Service Division

BLG:md Enc.

COUNSEL: Wolff, Seinara & Mitherz

230 Park Avenue

New York, New York 10169 Att: Joseph Seminara

SPECIAL INSTRUCTIONS: