

SECRETARY OF STATE'S ANNUAL VERIFICATION REPORT

Due June 30 - (Corporations must file by this date to avoid bad standing status)

CAUTION READ CAREFULLY - Make check payable to Kentucky State Treasurer - Mail both annual report form and check to BREMER EHRLER, SECRETARY OF STATE, P. O. BOX 1150, FRANKFORT, KY 40602-1150 (502-564-2848).

RECORD #: 67964

DUE: June 30, 1991

FILING FEE: 15.00

(1) EXACT CORPORATE NAME AND PRINCIPAL OFFICE ADDRESS:

UNITROYAL, INC.
~~455 CHASE PARKWAY~~
~~WATERBURY, CT. 05708~~

(3) STATE OF INCORPORATION:

NEW JERSEY

(2) CORRECTED PRINCIPAL OFFICE ADDRESS:

70 Great Hill Road
NAUBATUCK, CT 06770

(4) DATE OF INCORPORATION OR
CERTIFICATE OF AUTHORITY:

12-11-47

(5) REGISTERED AGENT AND REGISTERED ADDRESS:

PRENTICE-HALL CORP. SYS.
326 W. MAIN ST.
FRANKFORT, KY. 40601

RECEIVED
A corporation may change its registered office or registered agent by filing a statement of change form per KRS 271B.5-020 (profit) and KRS 273.184 (non-profit). Forms available by checking the request block below or writing to the Secretary of State's office.



SECRETARY OF STATE
COMMONWEALTH OF KY

PLEASE TYPE OR PRINT (The annual report will not be accepted for filing if this section is not completed.)

List below names and business address of the corporation's directors and principal officers. If necessary attach a continuation sheet. (If you are the only officer, give your name and address and denote sole officer.)

048807

PRESIDENT Please see attached list

VICE PRESIDENT _____

SECRETARY _____

TREASURER _____

OTHER _____

I VERIFY THAT THE RECORDS OF THE SECRETARY OF STATE ARE TRUE AND CORRECT AND I AM AUTHORIZED TO SIGN THIS REPORT (ALL CORPORATIONS MUST SIGN ON AUTHORIZED SIGNATURE LINE)

AUTHORIZED SIGNATURE

TITLE

R. Sherman
ASS'T SECRETARY PHONE (203) 720-1427

PROFESSIONAL SERVICE CORPORATIONS ONLY - KRS 274.105 Requires the names and addresses of all shareholders in addition to the directors and principal officers.

Pursuant to KRS 274.105, I the undersigned, being President of the KRS Chapter 274 corporation, a professional service corporation, do hereby certify that all of the shareholders of the said corporation, not less than one half of the directors, and all officers other than secretary and treasurer, are duly qualified as provided in Chapter 274. (Please use the lines above or attach continuation sheet.)

PRESIDENT'S SIGNATURE _____

DIRECTORS AND OFFICERS OF UNIROYAL, INC.

DIRECTORS:

Leon D. Black
Martin H. Dubillier

Joseph P. Flannery
Joseph L. Rice, III

OFFICERS:

Chairman of the Board, President and
Chief Executive Officer
Vice President, Finance and Chief
Financial Officer
Vice President, Secretary and
General Counsel
Treasurer
Controller
Assistant Secretary
Assistant Secretary
Assistant Controller/
Assistant Secretary

Joseph P. Flannery

John R. Graham

Alan R. Elton
Lydia M. Santos
Robert E. D'Avino
R. Shernay
D. J. O'Boyle

D. A. Ware

Effective 12/2/86 Uniroyal, Inc. was Liquidated.

All in care of:

CDU Holding Liquidating Trust
c/o Uniroyal Holding, Inc.
~~455 Chase Parkway~~
~~Waterbury, CT 06708-3392~~

70 Great Hill Road
NORWATUCK CT 06770