

<u>Name</u>	<u>Title</u>
G. T. Wallace	Chairman of the Board
Eugene Yaschik	President
Meyer Jaffee	Vice President
Melvin Livingston	Vice President
Harold Greene	Secretary
Helen Goldstein	Assistant Secretary
Helen Goldstein	Treasurer

The members of the Executive Committee, after the effective date of this Agreement of Merger, who shall hold office for the term specified in the By-Laws of the Surviving Corporation, are G. T. Wallace, Eugene Yaschik, and Meyer Jaffee.

(Manner of Conversion of Shares)

(4) The manner of converting the outstanding shares of Capital Stock of each of the Constituent Corporations into shares of the Surviving Corporation, shall be as follows:

(a) Each share of Capital Stock of said Fidelity (issued and outstanding, or subscribed and unissued) shall be taken to represent .628571 shares of the Capital Stock of the Surviving Corporation.

(b) Each share of Capital Stock of said Park (issued and outstanding, or subscribed and unissued) shall be taken to represent .007161 shares of the Capital Stock of the Surviving Corporation.

Any person who, after the Merger, presents (to the Surviving Corporation) one or more stock certificates of said Fidelity or Park, on the same day, for release, exchange, transfer, or otherwise, shall receive, in place of, or in exchange for (and instead of) said certificate(s) so presented, the number of whole shares of the Surviving Corporation represented by the aggregate of said certificate(s), disregarding the fractional share, if any, resulting from the aggregation.

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