

BE IT FURTHER RESOLVED, that John E. Clore, Chairman of the Board of Directors, Lewis H. Larman, Secretary, and the other proper officers of this Corporation be authorized, empowered and directed to execute said Agreement of Merger on behalf of this Corporation and to prepare and execute Certificates of Merger to be filed with the Secretaries of State of Ohio and Delaware and elsewhere as required pursuant to Sec. 1702.21 of the General Corporate Law of Ohio and Sec. 253(a) of the General Corporate Law of Delaware and to do all acts and things whatever which may be in anywise necessary or proper to effect said merger; and

BE IT FURTHER RESOLVED that this Corporation may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Trylon Chemicals, Inc. (Delaware) as well as for enforcement of any obligation of this Corporation arising from the merger, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 4200 Carew Tower, Cincinnati, Ohio 45202, attention Mr. Lewis H. Larman, until this Corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of

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