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GREENVILLE CO. S. C.  
APR 30 3 51 PM '73  
DORRIS S. TANKERSLEY  
R.H.C.

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WRITTEN CONSENT TO UNANIMOUS ACTION OF  
THE DIRECTORS AND SHAREHOLDERS OF RICE CORPORATION

The undersigned, being all of the Directors and Shareholders of Rice Corporation, a South Carolina corporation, in accordance with the provisions of Section 12-16.18 of the 1962 South Carolina Code of Laws, as Amended, do hereby waive all notice of special meetings of the Board of Directors and of the Shareholders of the Corporation, and do unanimously approve and adopt the following resolutions and actions to take effect on April 10, 1973:

RESOLVED, that Section 1 of Article VI of the By-Laws of the Corporation be amended so as to read as follows:

Section 1. The President shall be the chief executive officer, who shall preside at all meetings and, subject to the control of the Board of Directors, shall have general supervision of all of the affairs of the corporation. He shall have the authority to sign alone on behalf of the corporation all deeds, leases, mortgages, and promissory notes.

RESOLVED, that Section 1, Article VIII, of the By-Laws of the Corporation be amended so as to read as follows:

Section 1. The Secretary shall keep the Minutes and records of the Corporation and shall affix the corporate seal to such papers as may require the seal and to have such powers and perform such acts and deeds as may be from time to time determined by the Board of Directors.

Given under our respective hands and seals at Greenville, S.C., this 10 day of April, 1973.

In the Presence of:

Eunice R. Horton  
Augusta Horton

Max M. Rice  
Max M. Rice  
Vivian B. Rice  
Vivian B. Rice