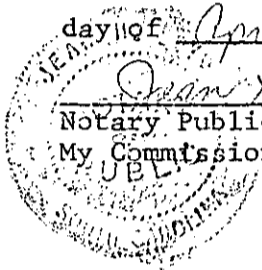


STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE) PROBATE

PERSONALLY appeared the undersigned witness and made oath that he saw the within named Max M. Rice and Vivian B. Rice, sign, seal and as their act and deed deliver the within written Consent to Unanimous Action of Directors and Shareholders of Rice Corporation and that he, with the other witness subscribed above witnessed the execution thereof.

SWORN to before me this 11th)
)
day of April, 1973)
)
Dean H. Bond (SEAL))
Notary Public for South Carolina)
My Commission Expires: 1-12-81)



J. W. [Signature]

Recorded April 30, 1973 At 3:51 P.M. # 30684