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Amendment
Filed 10-18-41

6 pgs.

FILED IN OFFICE SECRETARY
OF STATE OF THE STATE OF
FLORIDA THIS 17 DAY OF
October A.D. 1941

R. A. GRAY
SECRETARY OF STATE

Recorded in Book 14
Page 325
Date Oct. 18, 1941
SECRETARY OF STATE

October 18th
19 41

Mr. Thos. S. Markey, Asst. Counsel
The Firestone Tire & Rubber Company
Akron, OHIO

Dear Mr. Markey:

I enclose herewith Certificate showing Certificate of Reduction of Stated Capital by Redemption and Cancellation of Shares of THE FIRESTONE TIRE & RUBBER COMPANY has been duly filed in this office in accordance with Law.

Receipt for \$2.00 showing the payment of the filing fee is also enclosed.

Yours very truly,

Secretary of State.

/HT
Enc.

1941.

John W. Thomas
President

B. M. Robinson
Assistant Secretary

FACTORY AND GENERAL OFFICES
FIRESTONE PARK
AKRON OHIO

HARVEY S. FIRESTONE
FOUNDER

Oct 17 1941
AKRON OHIO
October 16, 1941

Secretary of State
Tallahassee, Fla.

Dear Sir:

SECRETARY OF STATE
TALLAHASSEE, FLA.

We enclose certified copy of amendment to our articles of incorporation and check for \$2.00 to cover filing fee. Please acknowledge receipt.

Yours very truly,

Thomas B. Markey
Thomas B. Markey,
Assistant Counsel.

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| PAID 2.00 |
| RECEIVED |
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and directed to cancel, redeem and pay the value of the Six Percent Cumulative Preferred Stock of the company on hand in the treasury of this company and for redemption and retirement during the year 1941. The terms and provisions of such stock and subdivisions thereof are set forth in Article Fourth of the Articles of this company.

Said resolution was adopted by the Board of Directors.

By unanimous vote of the Board of Directors of The Firestone Tire & Rubber Company in regular meeting of the company held in Akron, Ohio on September 8, 1941, pursuant to a notice mailed to each Director of the company in accordance with the provisions of the Articles of this company.

IN WITNESS WHEREOF, said Thomas B. Markey, Assistant Secretary, of THE FIRESTONE TIRE & RUBBER COMPANY, acting for and on behalf of said corporation, have hereunto set their names, and caused the seal of said corporation to be hereunto affixed, this 8th day of September, 1941.

Thomas B. Markey
Assistant Secretary

OF STATED CAPITAL BY REDEMPTION AND CANCELATION OF SHARES

John W. Thomas, President, and B. M. Robinson, Assistant Secretary, of THE FIRESTONE TIRE & RUBBER COMPANY, an Ohio corporation which has authorized a reduction of its stated capital by redeeming and canceling certain of its shares subject to redemption and cancelation, do hereby certify that:

The amount of its stated capital prior to this reduction was \$22,500,000 par value issued Common stock and \$49,200,000 par value issued Preferred stock, and the amount of \$22,500,000 par value Common stock and \$48,000,000 par value Preferred stock will remain after reduction.

The corporation has redeemed 12,000 Preferred shares subject to redemption under its articles of incorporation, all of which shares have been canceled as required by its said articles.

The authorized number of shares of said corporation shall be reduced accordingly by the number of shares so canceled.

Such action was authorized by resolution, a true copy of which is as follows:

RESOLVED, that the officers of this company are hereby authorized and directed to cancel, redeem and retire \$1,200,000 face value of the Six Percent Cumulative Preferred Stock Series A of this company on hand in the treasury of this company and heretofore purchased for redemption and retirement during the year 1941, as required by the terms and provisions of such stock and subdivision VI of paragraph Fourth of the Articles of this company.

Said resolution was adopted in the following manner:

By unanimous vote of the Board of Directors of The Firestone Tire & Rubber Company in regular meeting of the Directors of the company held in Akron, Ohio on September 8, 1941, pursuant to notice duly mailed to each Director of the company in accordance with the by-laws.

IN WITNESS WHEREOF, said John W. Thomas, President, and B. M. Robinson, Assistant Secretary, of THE FIRESTONE TIRE & RUBBER COMPANY, acting for and on behalf of said corporation, have hereunto subscribed their names, and caused the seal of said corporation to be hereunto affixed, this 8th day of September, 1941.

John W. Thomas
President

B. M. Robinson
Assistant Secretary

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.)

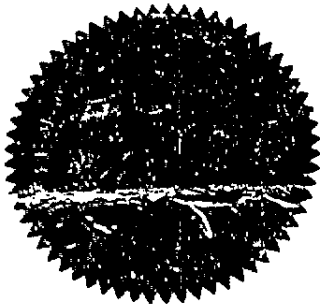
I, JOHN E. SWEENEY,
Secretary of State of the State of Ohio, do hereby
certify that the foregoing is an exemplified copy,
carefully compared by me with the original record now
in my official custody as Secretary of State, and
found to be true and correct, of the

CERTIFICATE OF REDUCTION
OF STATED CAPITAL BY REDEMPTION AND CANCELLATION OF SHARES

OF

THE FIRESTONE TIRE & RUBBER COMPANY

filed in this office on the 10th day of September, A. D.
1941, and recorded in Volume 460, Page 336, of the
Records of Incorporations.



WITNESS my hand and official
seal at Columbus, Ohio, this
6th day of October,
A. D. 1941.

John E. Sweeney
John E. Sweeney, Secretary of State