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I, Sidney F. Rogers, Jr., Secretary of Rogers Diesel Engineering Company, Inc., do certify the above and foregoing to be a true and correct copy of the minutes of the meeting of the Board of Directors of said Corporation, duly and legally called, convened and held at Westwego, Louisiana, 70054, on January 31, 1980, whereat a quorum of the Directors was present and that the same has not been revoked or rescinded.

Witness my signature at New Orleans, Louisiana, this

23 day of ~~June~~ ^{September}, 1981.


Sidney F. Rogers, Jr.
Secretary


19811001000105020 1/2 \$.00
Shelby Cnty Judge of Probate, AL
10/01/1981 12:00:00 AM FILED/CERT

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Courtney Mason

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

ROGERS DIESEL ENGINEERING CO., INC.

IT IS HEREBY certified that a special meeting of the Board of Directors of Rogers Diesel Engineering Co., Inc. held in accordance with the by-laws of the Corporation, on the 31st day of January, 1980, at which a quorum was present, the following resolution was unanimously adopted:

RESOLVED, that in accordance with the provisions of Article IX of the Rogers Diesel Engineering Co., Inc. Profit Sharing Plan, Sidney F. Rogers, Jr. shall replace Mel Borey as Trustee of said Plan as of January 31, 1980.

Joseph Chromowicz
Witness

S. F. Rogers, Jr.
Director

Keith M. Janssen
Director



19811001000105020 2/2 \$.00
Shelby Cnty Judge of Probate, AL
10/01/1981 12:00:00 AM FILED/CERT

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1981 SEP 30 PM 3:38

Thomas A. Janssen, Jr.
JUDGE OF PROBATE

Rec. 3.00
Ind. 1.00
4.00

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