

ARTICLES OF INCORPORATION
OF
LIGHTER ASSOCIATION, INC.

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation under the NON-PROFIT CORPORATION ACT (D.C. Code, 1981 edition, Title 29, Chapter 5), adopt the following Articles of Incorporation:

FIRST: The name of the corporation is Lighter Association, Inc.

SECOND: The period of duration of the corporation is perpetual.

THIRD: The purposes for which the corporation is organized are to foster and advance the interests of the lighter industry, to increase the safety and improve the quality of its products, to collect and disseminate pertinent information relating to the industry, to present industry views to government bodies, to promote the good public relations and generally to do anything necessary and proper for the development of the lighter industry in a rapidly changing social and technical environment.

FOURTH: The corporation shall have the four classes of membership set forth below:

1. U.S. or Canadian Manufacturers
2. U.S. or Canadian Suppliers
3. U.S. or Canadian Distributors
4. Non-U.S. or Canadian Affiliated Associations

FIFTH: Each member shall have one vote.

SIXTH: Directors shall be elected by a majority of the member votes entitled to be cast at a meeting for such purpose, including any member votes by proxy.

SEVENTH: In the event of dissolution of the corporation, the corporation will wind up its affairs in the following manner: the board of directors shall adopt a resolution recommending that the corporation be dissolved and that the question of such dissolution be submitted to a vote at a meeting of members. Written notice of the proposed dissolution shall be given to each member. The resolution to dissolve the corporation must receive at least two-thirds of the

member votes entitled to be cast at the meeting, including any member votes by proxy. If dissolution is approved by the members of the corporation, the assets shall be applied and distributed as follows.

1. All liabilities and obligations shall be paid.

2. All remaining assets, after payment of the aforementioned liabilities and obligations, shall be delivered as a contribution to an educational institution or nonprofit organization, as selected by two-thirds vote of the members, which holds as part of its goals, the furtherance and advancement of fire safety. No part of the assets shall inure to the benefit of any member of the association.

EIGHTH: The address, including street and number, of the corporation's initial registered office is CT Corporation System, 1030 15th Street, N.W., Washington, D.C. 20005 and the name of its initial registered agent at such address is CT Corporation System.

NINTH: The number of directors constituting the initial board of directors is five (5) and the names and addresses, including street and number of the persons who are to serve as the initial directors until the first annual meeting of until their successors be elected and qualified are:

Name
Address

Alex Alexiades
Corporation, Wiley Street
Milford, Connecticut 06460

BIC

Lars Von Kantzow
Universal Match Corporation
1224 Fern Ridge Parkway
St. Louis, Missouri 63141-4451

John L. Paige, Sr.
Scripto-Tokai, P.O. Box 3200
Rancho Cucamonga, California 91730

Kevin Schmid
Microtech Associates
230 Fifth Avenue
New York, New York 10001

Filing Fee	\$5.00
Indexing Fee	<u>2.00</u>
Total	\$7.00

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
LIGHTER ASSOCIATION, INC.

To: Department of Consumer and Regulatory Affairs
Washington, D.C. 20001

Pursuant to the provisions of the District of Columbia Non-profit Corporation Act, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is:

LIGHTER ASSOCIATION, INC.

SECOND: The following amendment of the Articles of Incorporation was adopted by the Corporation in the manner prescribed by the District of Columbia Non-profit Corporation Act:

RESOLVED, that the Articles of Incorporation of this corporation be amended by changing Article FOURTH and Article FIFTH thereof, so that, as amended, said Article FOURTH and Article FIFTH shall be and read as follows:

“FOURTH”: The corporation shall have the five classes of membership set forth below:

1. U.S. or Canadian Manufacturers
2. U.S. or Canadian Suppliers
3. U.S. or Canadian Distributors

4. Non-U.S. or Canadian Affiliated Associations

5. Associate Members

“FIFTH: Each member shall have one vote except Associate Members which shall have no voting rights.”

THIRD: The amendment was adopted at a meeting of members held on June 7, 1988, at which a quorum was present, and the amendment received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast.

Dated:

LIGHTER ASSOCIATION, INC.

By:
President

(Corporate Seal)

ATTEST:

By:
Secretary

RESOLUTION

Article Four of the Articles of Incorporation of the Lighter Association, Inc. shall be amended as follows:

FOURTH: The corporation shall have the five classes of membership set forth below:

1. U.S. or Canadian Manufacturers
2. U.S. or Canadian Suppliers
3. U.S. or Canadian Distributors
4. Non-U.S. or Canadian Affiliated Associations
5. Associate Members

Article Five of the Articles of Incorporation of the Lighter Association, Inc. shall be amended as follows:

FIFTH: Each member shall have one vote except Associate Members which shall have no voting rights.

AMENDMENT

Article IV, Membership, of the Bylaws of the Lighter Association, Inc. shall be amended as follows:

E. Associate Members. Any individuals affiliated with, or engaged in research or development and consulting in the lighter industry, shall be eligible as associate members and shall be entitled to all privileges of membership except they shall not be entitled to vote.