

(d) That the amount of issued capital stock as reduced is Forty-four million three hundred twenty-one thousand seventy-four dollars and fifty-four cents (\$44,321,074.54), of which Sixteen million eight hundred eighty-three thousand six hundred Dollars (\$16,883.600) is represented by One hundred sixty-eight thousand eight hundred thirty-six (168,836) issued shares of the par value of One hundred Dollars (\$100) each of 7% Cumulative Preferred Stock, Eleven million nine hundred sixty thousand six hundred Dollars (\$11,960.600) is represented by One hundred nineteen thousand six hundred six (119,606) issued shares of the par value of One hundred Dollars (\$100) each of 6% Cumulative Preferred Stock, Five million four hundred seventy eight thousand eight hundred Dollars (\$5,478,800) is represented by Fifty-four thousand seven hundred eighty-eight (54,788) issued shares without nominal or par value of Class A Stock, and Nine million nine hundred ninety-eight thousand seventy-four dollars and fifty-four Cents (\$9,998,074.54) is represented by One million three hundred twelve thousand six hundred two (1,312,602) issued shares without nominal or par value of Common Stock.

IN WITNESS WHEREOF, THE WEST PENN ELECTRIC COMPANY has caused these presents to be signed in its name and on its behalf by its President or its Vice President, and its corporate seal to be hereto attached and attested by its Secretary or its Assistant Secretary, on November 7, 1947.

(SEAL)

THE WEST PENN ELECTRIC COMPANY

ATTEST: H. D. McDOWELL
(H. D. McDowell) Secretary

By HAROLD F. BUTLER
(Harold F. Butler) Vice President

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

I HEREBY CERTIFY that on November 7, 1947, before me, the subscriber, a notary public of the State of New York, in and for the County of New York aforesaid, personally appeared Harold F. Butler, a Vice-President of THE WEST PENN ELECTRIC COMPANY, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Reduction to be the corporate act of said corporation; and at the same time personally appeared H.D.McDowell and made oath in due form of law that he was secretary of the meeting of the Board of Directors of said corporation at which the reduction of the amount of the issued capital stock of said corporation set forth in said Articles of Reduction was authorized, and that the matters and facts set forth in said Articles of Reduction are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal the day and year last above written.

(NOTARIAL SEAL)

STANLEY S. SEIP
Notary Public

STANLEY S. SEIP, Notary Public, State of
New York

Residing in Bronx County
Bronx Co. Clerk's No. 187, Reg. No. 309-S-9
Cert. filed N.Y.Co. Clk's No. 823, Reg. No. 848-S-9
Commission Expires March 30, 1949

ARTICLES OF REDUCTION
OF
THE WEST PENN ELECTRIC COMPANY

received for record November 13, 1947 at 9:30 o'clock A. M., and approved by the State Tax Commission of Maryland November 13, 1947 as in conformity with law and ordered recorded.

A 9667

Jos. H. A. Rogan

Owen E. Hitchins
Commissioners

Recorded in Liber 257, folio 507, one of the Charter Records of the State Tax Commission of Maryland.

Bonus tax paid \$ None Recording fee paid \$15.00