

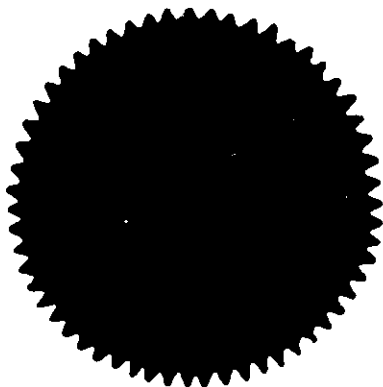


# State of DELAWARE

Office of SECRETARY OF STATE

*I, Glenn C. Kenton, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of Certificate of Amendment of the "KOPPERS COMPANY, INC.", as received and filed in this office the first day of May, A.D. 1979, at 10 o'clock A.M.*

In Testimony Whereof, *I have hereunto set my hand and official seal at Dover this* first *day*  
*of* May *in the year of our Lord*  
*one thousand nine hundred and* seventy-nine.



*Glenn C. Kenton*

Glenn C. Kenton, Secretary of State

*[Signature]*

Assistant Secretary of State

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION

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KOPPERS COMPANY, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of KOPPERS COMPANY, INC., resolutions were duly adopted setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and directing that the proposed amendment be considered at the next annual meeting of the stockholders of said corporation. The resolution setting forth the proposed amendment is as follows:

RESOLVED, That the Certificate of Incorporation of this Company be amended by changing the first paragraph of Article numbered "FOURTH" thereof to read as follows:

"FOURTH: The total number of shares of stock which this Corporation shall have authority to issue is sixty-one million three hundred thousand (61,300,000) of which three hundred thousand (300,000) shall be Cumulative Preferred Stock, having a par value of One Hundred Dollars (\$100.00) per share, one million (1,000,000) shall be Preference Stock, having no par value, and the remaining sixty million (60,000,000) shall be Common Stock, having a par value of One Dollar and Twenty-Five Cents (\$1.25) per share."

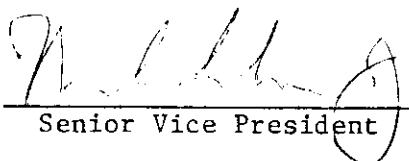
SECOND: That thereafter, pursuant to resolution of its Board of Directors, an annual meeting of the stockholders of said corporation was duly called and held, at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the aggregate amount of capital of said corporation will not be reduced as a result of said amendment.

IN WITNESS WHEREOF, said KOPPERS COMPANY, INC. has caused this certificate to be signed by Thomas C. Cochran, Jr., its Senior Vice President, and John F. Ramser, its Assistant Secretary, and its corporate seal to be hereunto affixed, this 30th day of April, 1979.

KOPPERS COMPANY, INC.

By   
Senior Vice President

ATTEST:

  
Assistant Secretary

Corporate Seal