

**FIFTY-FIRST AMENDMENT TO
ASBESTOS WORKERS LOCAL 47 RETIREMENT TRUST PLAN**

THIS AGREEMENT executed this 29th day of July, 2002, and effective as of the dates indicated below, between the undersigned Union Trustees and the undersigned Employer Trustees, who are the duly appointed and acting Trustees pursuant to the Agreement and Declaration of Trust, dated July 1, 1956, establishing the ASBESTOS WORKERS LOCAL 47 RETIREMENT FUND as originally adopted and amended.

RECITALS

A. Effective July 1, 1956, the ASBESTOS WORKERS LOCAL 47 RETIREMENT TRUST PLAN (hereinafter referred to as the "Plan") was established to provide retirement benefits for those Employees described in the Plan.

B. The Plan has been subsequently amended from time to time to incorporate changes.

C. The FORTY-NINTH AND CUMULATIVE AMENDMENT was adopted January 24, 2002, made effective January 1, 1999, incorporating all prior amendments and restating the entire Plan. The FIFTIETH AMENDMENT was executed May 23, 2002, effective August 1, 2002. The Trustees, pursuant to the power to amend contained in the Plan, now wish to further amend the Plan.

COVENANTS

In consideration of the foregoing and in consideration of the mutual covenants set forth below, the Trustees agree that the ASBESTOS WORKERS LOCAL 47 RETIREMENT TRUST PLAN is hereby further amended by this FIFTY-FIRST AMENDMENT, as follows:

1. ARTICLE V, RETIREMENT BENEFITS, Section 5.1, Accrued Benefits, subsections (a) and (c), are hereby amended as follows:

5.1 Accrued Benefit. Subject to the provisions of this Article, the monthly Accrued Benefit under the Life Annuity Form as of any date of determination shall be an amount determined by multiplying Sixty-Nine and 50/100 Dollars (\$69.50) effective July 1, 2002 (or such lesser sum as may be applicable to the particular Participant) by the Participant's number of years of Credited Service and fractions thereof. The annual Accrued Benefit as of any date of determination shall be twelve (12) times the monthly Accrued Benefit as determined in accordance with this Article V.

(a) If the benefits are payable under the Joint and Survivor Annuity Form, the Sixty-Nine and 50/100 Dollars (\$69.50) effective July 1, 2002 (or such lesser sum as may be applicable to the particular Participant) shall be reduced as provided in Section 6.2;

* * * *

(c) Effective July 1, 2002, the monthly Retirement Benefits then currently being paid to Pensioners who retired prior to July 1, 2002 (except Pensioners then receiving permanent and total disability Retirement Benefits under this Plan who retired prior to July 1, 1975) and the monthly Retirement Benefits then currently being paid to surviving spouses of deceased Participants and deceased Pensioners who died prior to July 1, 2002, shall be increased by an amount equal to One Dollar (\$1.00) multiplied by the Pensioner's number of years of Credited Service and fractions thereof. *If the benefits are payable under the Joint and Survivor Annuity Form, the increase shall be reduced as provided in Section 6.2.*

Except as specifically amended by the FIFTH AND FIFTY-FIRST AMENDMENTS, the FORTY-NINTH AND CUMULATIVE AMENDMENT to the ASBESTOS WORKERS LOCAL 47 RETIREMENT TRUST PLAN shall continue in full force and effect.

IN WITNESS WHEREOF, the Trustees have executed this Fifty-First Amendment on the date first above-written.

EMPLOYER TRUSTEES:

UNION TRUSTEES:

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