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CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
HARSCO CORPORATION

FILED

JUN 28 1990

[Signature]
3:30 PM

Harsco Corporation, a corporation organized and existing under and by virtue of the General Corporate Law of the State of Delaware, does hereby certify:

FIRST: That at a meeting of the Board of Directors of Harsco Corporation resolutions were duly adopted setting forth a proposed amendment to the Restated Certificate of Incorporation of said corporation, declaring said amendment to be advisable and directing that the proposed amendment be considered at the Annual Meeting of Stockholders of the Corporation. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Board of Directors of this Corporation hereby declares that it is advisable to amend Article THIRTEENTH of the Restated Certificate of Incorporation, as heretofore amended, by deleting paragraph (a) of said Article THIRTEENTH thereof and inserting a new paragraph (a), which is set forth below:

THIRTEENTH:

- (a) The Corporation shall have power to indemnify any and all of its directors or officers or former directors or officers or any person who may have served at its request as a director or officer of another entity against all expenses incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are a party, are made parties, or threatened to be made parties by reason of being or having been such directors or officers."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, the Annual Meeting of Stockholders of said Corporation was duly called and held on April 24, 1990 upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware 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.

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IN WITNESS WHEREOF, said Harco Corporation has caused this certificate to be signed by M. W. Gambill, President and Chief Executive Officer and attested by Paul C. Coppock, Corporate Counsel and Secretary this 21st day of June, 1990.

HARSCO CORPORATION



M. W. Gambill
President and Chief Executive Officer

ATTEST:



Paul C. Coppock
Corporate Counsel and Secretary

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