

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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In re	:	Chapter 11 Case No.
	:	
ARMSTRONG WORLD INDUSTRIES, INC., et al.,	:	00-4471 (RJN)
	:	
	:	
	:	
Debtors.	:	(Jointly Administered)
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MASTER BALLOT FOR ACCEPTING OR REJECTING
ARMSTRONG WORLD INDUSTRIES, INC.'S PLAN OF REORGANIZATION

CLASS 6 - UNSECURED CLAIMS OTHER THAN CONVENIENCE CLAIMS
[DESCRIPTION OF DEBT] (CUSIP # _____)

Armstrong World Industries, Inc. (“AWI”), as debtor in possession, is soliciting votes with respect to the Plan of Reorganization of Armstrong World Industries, Inc., dated November 4, 2002 (the “Plan”), from the holders of certain impaired claims against and interests in AWI.

On [____], 2003, the United States Bankruptcy Court for the District of Delaware signed an order that establishes certain procedures (the “*Voting Procedures*”) for the solicitation and tabulation of votes to accept or reject the Plan. The Voting Procedures are annexed as Exhibit “D” to the Disclosure Statement, dated December 20, 2002 (the “Disclosure Statement”), which accompanies this Ballot. If you have any questions on how to properly complete this Master Ballot, please call Innisfree M&A Incorporated (the “*Special Voting Agent*”) at (212) 750-5833.

This Master Ballot for the Class 6 debt securities noted above (the “*Debt Securities*”) may not be used for any purpose other than for casting votes to accept or reject the Plan. This Master Ballot is to be used by you as a broker, bank or other nominee (each of the foregoing a “*Nominee*”), or as the proxy holder of a Nominee or beneficial owner of Debt Securities.

Please read and follow the attached instructions carefully. Complete, sign and date this Master Ballot and promptly return it to Innisfree M&A Incorporated, Attn: Armstrong World Industries, Inc., 501 Madison Avenue 20th Floor, New York, NY 10022, so that it is RECEIVED by the Special Voting Agent by 5:00 p.m. Wilmington, Delaware time on [____], 2003 (the “*Voting Deadline*”). Otherwise, the votes transmitted hereby will not be counted.

PLEASE COMPLETE THE FOLLOWING:

Item 1. CERTIFICATIONS OF AUTHORITY TO VOTE. The undersigned certifies that as of the Voting Record Date, the undersigned (please check one box):

- Is a broker, bank, or other nominee for the beneficial owners of the aggregate principal amount of Debt Securities listed in Item 1, and is the holder of such securities, or
- Is acting under a power of attorney and/or agency (a copy of which will be provided upon request) granted by a broker, bank, or other nominee that is the registered holder of the aggregate principal amount of Debt Securities listed in Item 1, or
- Has been granted a proxy (an original of which is attached hereto) from a broker, bank, or other nominee, or a beneficial owner, that is the registered holder of the aggregate principal amount of Debt Securities listed in Item 1,

and accordingly has full power and authority to vote to accept or reject the Plan, on behalf of the beneficial owners of the Debt Securities described in Item 1.

Item 2. TABULATION OF VOTES WITH RESPECT TO THE PLAN. Please note that each beneficial owner of Debt Securities that votes must vote its entire claim to accept or reject the Plan and may not split such vote. Accordingly, for purposes of tabulating the vote, each voting beneficial owner should be deemed to have voted the full amount of its claim as of [_____, 2003 (the "Voting Record Date"), as shown by your records. A Ballot received from a beneficial owner that partially accepts and partially rejects the Plan should not be counted.

The undersigned transmits the following votes of beneficial owners in respect of their Debt Securities, and certifies that the following beneficial owners of the Debt Securities, as identified by their respective customer account numbers set forth below, are beneficial owners of such securities as of the Voting Record Date and have delivered to the undersigned, as Nominee, Ballots casting such votes. Indicate in the appropriate column the aggregate principal amount voted for each account, or attach such information to this Master Ballot in the form of the following table:

Your Customer Account Number For Each Beneficial Owner of Voting Debt Securities	Principal Amount of Debt Securities Voted to Accept or Reject the Plan*	
	ACCEPT	REJECT
1.	\$	\$
2.	\$	\$
3.	\$	\$
4.	\$	\$

5	\$	\$
6	\$	\$
7	\$	\$
8	\$	\$
9	\$	\$
10	\$	\$
TOTALS:	\$	\$

*In order to vote on the Plan, the beneficial owner must have checked a box in item 2 to ACCEPT or REJECT the Plan on the Class 6 Debt Securities Ballot (Ballot Code 6B-1). Accordingly, if the beneficial owner did not check a box in item 2 on the Class 6 Debt Securities Ballot, please do not enter any vote in this column

Item 3. CERTIFICATION AS TO TRANSCRIPTION OF INFORMATION FROM ITEM 3 AS TO DEBT SECURITIES VOTED THROUGH OTHER BALLOTS BY BENEFICIAL OWNERS. The undersigned certifies that the undersigned has transcribed in the following table the information, if any, provided by the beneficial owners in Item 3 of the Class 6 Debt Securities Ballot (Ballot Code 6B-1), identifying any other Class 6 debt instruments for which such beneficial owners have submitted other Ballots other than to the undersigned:

TRANSCRIBE FROM ITEM 3 OF THE DEBT SECURITIES BALLOT				
Your Customer Account Number For Each Beneficial Owner Who Completed Item 3 of the Class 6 Debt Securities Ballot	Account Number	Name of Holder	Amount of Other Class 6 Claims Voted	Type of Class 6 Claim Voted*
1.			\$	
2.			\$	
3.			\$	
4.			\$	

5.			\$	
6.			\$	
7.			\$	
8.			\$	
9.			\$	
10.			\$	

* The following chart lists all publicly traded Class 6 debt securities of AWI by issuance, maturity, and CUSIP number:

Issuance	Maturity	CUSIP Number
9% Medium Term Notes	[to be provided]	04248H AN 6
9% Medium Term Notes	[to be provided]	04248H AS 5
9% Medium Term Notes	[to be provided]	04248H AU 0
6.35% Senior Debentures	2003	042476 AG 6
6.5% Senior Debentures	2005	042476 AD 3
9.75% Debentures	2008	042476 AA 9
7.45% Senior Notes	2029	042476 AH 4
7.45% Senior Quarterly Interest Bonds	2038	042476 60 0
5.95% Kankakee IRB's	[to be provided]	451889 AF 6

Item 4. CERTIFICATIONS. By signing this Master Ballot, the undersigned certifies as follows:

- 1) Each beneficial owner of Debt Securities whose vote is being transmitted by this Master Ballot has been provided with a copy of the Disclosure Statement, including all exhibits thereto.

- 2) A record of the Ballots received from each beneficial owner will remain on file with the undersigned (and be subject to inspection by the Bankruptcy Court) until one year after the Voting Deadline, unless otherwise instructed in writing by AWI or otherwise ordered by the Bankruptcy Court.

Name of Broker, Bank, or other Nominee: _____

Name of Proxy Holder or Agent for Broker,
Bank, or other Nominee (if applicable): _____

Signature: _____

By (Print name of signatory): _____

Title (if applicable): _____

Street Address: _____

City, State, and Zip Code: _____

Telephone Number: _____

Date Completed: _____

INSTRUCTIONS FOR COMPLETING THE MASTER BALLOT

VOTING DEADLINE/SPECIAL VOTING AGENT:

The Voting Deadline is 5:00 p.m. Wilmington, Delaware time on [____], 2003, unless extended by AWI. To have the vote of the beneficial owner(s) for whom you act as Nominee count, you must complete, sign, and return this Master Ballot so that it is received by the Special Voting Agent, before the Voting Deadline. The Special Voting Agent is:

INNISFREE M&A INCORPORATED
501 MADISON AVENUE, 20TH FLOOR
NEW YORK, NY 10022
ATTN: ARMSTRONG WORLD INDUSTRIES, INC.

HOW TO VOTE:

If you are both the owner and the beneficial owner of any principal amount of Debt Securities and you wish to vote such Debt Securities, you may complete, execute, and return to the Special Voting Agent either a Class 6 Debt Securities Ballot (Ballot Code 6B-1) or this Master Ballot (Ballot Code 6M-1).

If you are transmitting the votes of any beneficial owners of Debt Securities other than yourself, you may either:

1. Complete and execute the Class 6 Medium Terms Notes Ballot (other than Items 2 and 3) and deliver to the beneficial owner such "prevalidated" Class 6 Debt Securities Ballot, along with the Disclosure Statement, return envelopes addressed to the Special Voting Agent, and other materials requested to be forwarded. The beneficial owner should complete Items 2 and 3 of that Ballot and return the completed Ballot directly to the Special Voting Agent so that it will be received before the Voting Deadline;

OR

2. For any Class 6 Debt Securities Ballots you do not "prevalidate":

Deliver the Class 6 Debt Securities Ballot to the beneficial owner, along with the Disclosure Statement, a postage-paid return envelope addressed to you, and other materials requested to be forwarded, and take the necessary action to enable such beneficial owner to complete and execute such Ballot voting to accept or reject the Plan, and return the completed, executed Ballot to you in sufficient time to enable you to complete the Master Ballot and deliver it to the Special Voting Agent before the Voting Deadline; and

With respect to all Class 6 Debt Securities Ballots returned to you, you must properly complete the Master Ballot as follows:

- a. check the appropriate box in Item 1 on the Master Ballot;
- b. indicate the votes to accept or reject the Plan in Item 2 of the Master Ballot, as transmitted to you by the beneficial owners of the Debt Securities. To identify such beneficial owners without disclosing their names, please use the customer account number assigned by you to each such beneficial owner, or if no such customer account number exists, please assign a number to each account (making sure to retain a separate list of each beneficial owner and the assigned number). **IMPORTANT: EACH BENEFICIAL OWNER MUST VOTE ALL HIS, HER, OR ITS DEBT SECURITIES EITHER TO ACCEPT OR REJECT THE PLAN, AND MAY NOT SPLIT THEIR VOTES. IF ANY BENEFICIAL OWNER HAS ATTEMPTED TO SPLIT SUCH VOTE, PLEASE CONTACT THE SPECIAL VOTING AGENT IMMEDIATELY.** Any Ballot or Master Ballot that is signed, dated, and timely received, but does not indicate acceptance or rejection of the Plan, will not be counted for purposes of voting on the Plan;
- c. please note that Item 3 of this Master Ballot requests that you transcribe the information provided by each beneficial owner in Item 3 of the Class 6 Debt Securities Ballot (Ballot Code 6B-1) relating to other Class 6 debt instruments voted;
- d. review the certifications in Item 4 of the Master Ballot;
- e. sign and date the Master Ballot, and provide the remaining information requested;
- f. if additional space is required to respond to any item on the Master Ballot, please use additional sheets of paper clearly marked to indicate the applicable item of the Master Ballot to which you are responding;
- g. contact the Special Voting Agent if you need any additional information; and
- h. return the completed, executed Master Ballot so as to be received by the Special Voting Agent before the Voting Deadline.

If you return a Master Ballot, please retain in your files each completed, executed Class 6 Debt Securities Ballot (Ballot Code 6B-1) returned to you by a beneficial owner for one year from the Voting Deadline (or as modified in writing by AWI or an order of the Bankruptcy Court).

If you elect to “prevalidate” Ballots, please maintain a list of those beneficial owners as of the Voting Record Date to whom Ballots were sent for one year from the Voting Deadline (or as modified in writing by AWI or an order of the Bankruptcy Court).

This Master Ballot is *not* a letter of transmittal and may not be used for any purpose other than to cast votes to accept or reject the Plan. Holders should not surrender, at this time, certificates representing their securities. Neither AWI nor the Special Voting Agent will accept delivery of any such certificates surrendered together with this Master Ballot. *Surrender of securities for exchange may only be made by you and will be accepted pursuant to a letter of transmittal that will be furnished following confirmation of the Plan by the United States Bankruptcy Court.*

No Ballot or Master Ballot shall constitute or be deemed a proof of claim or equity interest or an assertion of a claim or equity interest.

No fees, commissions, or other remuneration will be payable to any broker, dealer or other person for soliciting votes on the Plan. AWI will, however, reimburse you for customary mailing and handling expenses incurred by you in forwarding the Ballots and other enclosed materials to the beneficial owners of Debt Securities held by you as a nominee or in a fiduciary capacity. AWI will also pay all transfer taxes, if any, applicable to the transfer and exchange of your securities pursuant to and following confirmation of the Plan.

NOTHING CONTAINED HEREIN OR IN THE ENCLOSED DOCUMENTS SHALL CONSTITUTE AUTHORITY FOR YOU OR ANY OTHER PERSON TO ACT AS THE AGENT OF AWI OR THE SPECIAL VOTING AGENT, OR AUTHORIZE YOU OR ANY PERSON TO USE ANY DOCUMENT OR MAKE ANY STATEMENTS ON BEHALF OF ANY OF THEM WITH RESPECT TO THE PLAN, EXCEPT FOR THE STATEMENTS CONTAINED IN THE ENCLOSED DOCUMENTS.

IF YOU HAVE ANY QUESTIONS REGARDING THE MASTER BALLOT, OR IF YOU DID NOT RECEIVE A COPY OF THE DISCLOSURE STATEMENT OR PLAN, OR IF YOU NEED ADDITIONAL COPIES OF THE MASTER BALLOT OR OTHER ENCLOSED MATERIALS, PLEASE CONTACT AWI'S SPECIAL VOTING AGENT, INNISFREE M&A INCORPORATED AT (212) 750-5833.