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FRANK'S NURSERY & CRAFTS, INC.

CERTIFICATE

I, the undersigned, do hereby certify that I am the duly elected authorized and acting Assistant Secretary of FRANK'S NURSERY & CRAFTS, INC., a Michigan corporation ("Company"), and I do further certify that the following is a true copy of a resolution adopted by the Board of Directors of the said Company on April 24, 1980, which resolution is unrevoked and still in effect:

RESOLVED, that the Articles of Incorporation be accordingly amended by changing our corporate name from Frank's Nursery Sales, Inc. to Frank's Nursery & Crafts, Inc.

DATED this first day of September 1988.

John R. Ficarro

John R. Ficarro, Assistant Secretary
FRANK'S NURSERY & CRAFTS, INC.

FILED

SEP 09 1988

Anna N. Anton
AUDITOR LAKE COUNTY

428

Handwritten initials

Com 140303B TICOR TITLE INSURANCE
Crown Point, Indiana

LILLIAN A. BLASTICK
RECORDER, LAKE COUNTY,
CROWN POINT, INDIANA 46307
LAKE COUNTY, INDIANA
FILED FOR RECORD

SEP 14 8 56 AM '88