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ARTICLES OF AMENDMENT  
TO  
CERTIFICATE OF INCORPORATION  
OF

PAUL'S ARMY AND SALVAGE STORE, INC.

Pursuant to the Alabama Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Certificate of Incorporation.

FIRST: The name of the corporation is Paul's Army and Salvage Store, Inc.

SECOND: The following amendment of the Certificate of Incorporation was adopted by the stockholders and directors of the corporation by unanimous consent, pursuant to §§ 10-2A-56 and 10-2A-66, of the Code of Alabama, 1975, as amended, dated June 21, 1982:

"The name of the corporation shall be Penny Pincher, Inc."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 1,000; and the number of shares entitled to vote thereon was 1,000.

FOURTH: The number of shares voted for such amendment was 1,000; the number of shares voted against such amendment was 0.

DATED: 29 Sept 88

Penny Pincher, Inc.

BY: Daniel A. Amis

Its President

and

BY: Garnett J. Dennis

Its Secretary

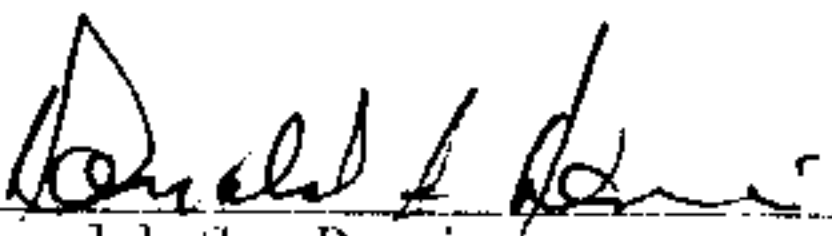
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UNANIMOUS CONSENT OF STOCKHOLDERS AND DIRECTORS OF  
PAUL'S ARMY AND SALVAGE STORE, INC.


We, the undersigned, being all of the Stockholders and the Board of Directors of Paul's Army and Salvage Store, Inc., an Alabama corporation, do hereby consent to the change in name of Paul's Army and Salvage Store, Inc., to Penny Pincher, Inc. Said name change is to be documented by an Amendment to the Certificate of Incorporation of the Corporation, properly executed and filed in the Office of the Judge of Probate of Shelby County, Alabama.

We hereby waive all requirements of the statute of the State of Alabama as to notice to stockholders and consent that this name change shall be recorded without the necessity of holding any meeting of the stockholders.

IN WITNESS WHEREOF, we, the undersigned, have duly executed this instrument on the 29 day of September, 1988.

  
Donald S. Davis  
Shareholder/Director

  
Paul D. Davis  
Shareholder/Director

  
Harriett H. Davis  
Shareholder/Director

  
Phillip M. Davis  
Shareholder/Director

STATE OF ALABAMA )

Shelby COUNTY )

I, the undersigned notary public, do hereby certify that on this 15th day of Sept. 1988, 1988, personally appeared before me Donald Davis and Harriet, who being first duly sworn, declared that they are the president and secretary of Penny Pincher, Inc., a corporation; and that they signed the foregoing document as president and secretary of the corporation.

Given under my hand and seal this 15th day of Sept., 1988.

[SEAL]

Kay Wilson  
Notary Public

My commission expires 10-18-88.

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# STATE OF ALABAMA

I, Glen Browder, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, the corporate name Penny Pincher, Inc. is reserved

as available based only upon an examination of the corporation records on file in this office for the exclusive use of Penny Pincher, Inc.

for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby ~~Jefferson~~. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

September 1, 1988 - expires 12/31/88

Date

*Glen Browder*

Glen Browder

Secretary of State

# State of Alabama

SHELBY

## County

CERTIFICATE OF AMENDMENT

OF

PAUL'S ARMY AND SALVAGE STORE, INC INTO PENNY PINCHER, INC."

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of AMENDMENT of PAUL'S ARMY AND SALVAGE STORE, INC INTO PENNY PINCHER, INC." duly signed and verified pursuant to the provisions of Section \_\_\_\_\_ of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of AMENDMENT of PAUL'S ARMY AND SALVAGE STORE, INC INTO PENNY PINCHER, INC. and attaches hereto a duplicate original of the Articles of AMENDMENT

GIVEN Under My Hand and Official Seal on this the 7th day of OCTOBER, 1988

STATE OF ALA. SHELBY  
I CERTIFY THIS  
INSTRUMENT WAS FILED

88 OCT -7 AM 9:16

*Thomas A. Shivers, Jr.*  
JUDGE OF PROBATE

*Thomas A. Shivers, Jr.*  
Judge of Probate

Rec 10.00  
Jud 1.00  
11.00

