



DEPARTMENT OF STATE

To all to Whom these Presents shall Come:

I, Walter H. Toberman, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, hereby certify that the annexed pages contain a full, true and complete copy of

CERTIFICATE OF AMENDMENT

AND

AMENDMENT

OF

WESTERN AUTO SUPPLY COMPANY

(Filed June 14, 1956)

as the same appears on file and of record in this office.

In Testimony Whereof, I hereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of Jefferson, this
10th day of July A. D., Nineteen Hundred and Fifty-six.

Walter H. Toberman
Walter H. Davis

SECRETARY OF STATE

CHIEF CLERK



STATE OF MISSOURI
CERTIFICATE OF AMENDMENT



To All to Whom These Presents Shall Come:

I, WALTER H. TOBERMAN, Secretary of State of the State of Missouri, and Keeper of the Great Seal thereof, do hereby certify that

WESTERN AUTO SUPPLY COMPANY

a corporation organized under the Laws of Missouri, has filed in the Office of the Secretary of State its Certificate of Amendment increasing the number of directors from 5 to 9.

as provided by Law, and has in all respects complied with the requirements of law governing the

Amendment of Articles of Incorporation
of corporations organized under The General and Business Corporation Act of Missouri.

IN WITNESS WHEREOF, I hereunto set my hand and
affix the Great Seal of the State of Missouri. Done at the City of

(SEAL)

Jefferson, this 11th day of June, A. D. 1956

Walter H. Toberman
Secretary of State.

Chief Clerk.

WESTERN AUTO SUPPLY COMPANY

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CERTIFICATE OF AMENDMENT

of

ARTICLES OF INCORPORATION

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June 14, 1956

WESTERN AUTO SUPPLY COMPANY

CERTIFICATE OF AMENDMENT

of

ARTICLES OF INCORPORATION

Pursuant to the provisions of The General and Business Corporation Law of Missouri, as amended, Western Auto Supply Company, a corporation duly organized and existing under the laws of the State of Missouri (hereinafter called the "Corporation"), for the purpose of amending its Articles of Incorporation, does hereby certify as follows:

(1) The name of the Corporation is:

WESTERN AUTO SUPPLY COMPANY

(2) The following amendment was duly adopted by resolution of the Board of Directors and was submitted to a vote at a special meeting of stockholders of the Corporation held on June 14, 1956 pursuant to notice given in accordance with law and the By-Laws of the Corporation to each stockholder of record entitled to vote at such meeting, and was adopted by the affirmative vote of a majority of the outstanding shares entitled to vote at such special meeting:

RESOLVED that the Articles of Incorporation of the Corporation, as heretofore amended, be further amended so as to increase the number of directors of the Corporation from five (5) to nine (9).

(3) The number of shares voted for such amendment was 1,272,941 and the number of shares voted against such amendment was 9,106.

IN WITNESS WHEREOF, Western Auto Supply Company has caused this Certificate of Amendment to be executed in duplicate, acknowledged and sworn to by Paul E. Connor (its President), the Chairman of said meeting

of stockholders, and attested by Everett A. TenBrook (its Secretary), and its corporate seal to be hereunto affixed by said Everett A. TenBrook (its Secretary), all on this 14th day of June, 1956.

WESTERN AUTO SUPPLY COMPANY

Paul E. Connor

Paul E. Connor,
Chairman of the Meeting and President

(CORPORATE SEAL)

ATTEST:

Everett A. TenBrook

Everett A. TenBrook, *Secretary*

STATE OF MISSOURI }
COUNTY OF JACKSON } ss.:

On this 14th day of June, 1956, before me, the undersigned, appeared Paul E. Connor, to me personally known, who, being by me duly sworn, did say that he is President of Western Auto Supply Company, a Missouri corporation, and was the Chairman of a special meeting of its stockholders referred to in the foregoing Certificate of Amendment, and that the seal affixed to said Certificate is the corporate seal of said Corporation, and that said Certificate was signed and sealed in behalf of said Corporation by authority of its Board of Directors, and said Paul E. Connor acknowledged said Certificate to be the free act and deed of said Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal at my office in the County of Jackson, Missouri, the day and year last above written.

Jern Brizendine

Notary Public

(NOTARIAL SEAL)

My Commission Expires March 13, 1959.

STATE OF MISSOURI }
COUNTY OF JACKSON } ss.:

The undersigned, Paul E. Connor, being duly sworn, upon his oath did say he is President of Western Auto Supply Company, a Missouri corporation, and was the Chairman of a special meeting of its stockholders referred to in the foregoing Certificate of Amendment at which the amendment therein set forth was adopted, and that the statements and matters set forth in said Certificate are true and correct.

Paul E. Connor

Paul E. Connor,
Chairman of the Meeting and President

Subscribed and sworn to before me,
this 14th day of June, 1956.

Fern Brizendine

Notary Public

(NOTARIAL SEAL)

My Commission Expires March 13, 1959.

FILED and CERTIFICATE
ISSUED

JUN 14 1956

Wally H. Tolman
CORPORATION DEPT., Secretary of State