



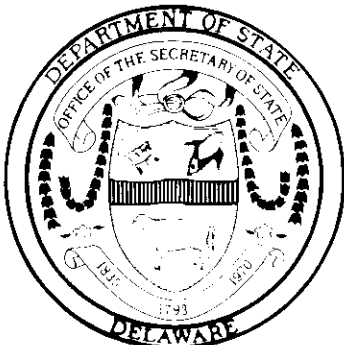
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# Office of Secretary of State

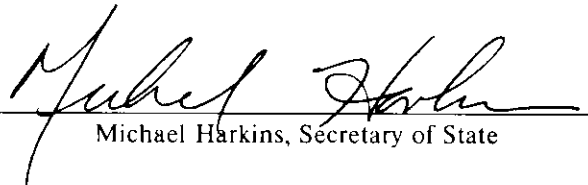
I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY CERTIFICATE OF OWNERSHIP OF THE "CAC XXXIV, INC." A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, MERGING "ALLIED STORES CREDIT CORPORATION" A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, PURSUANT TO SECTION 253 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE WAS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1986, AT 8:45 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CAC XXXIV, INC.", HAS RELINQUISHED ITS CORPORATE TITLE AND ASSUMED IN PLACE



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 Michael Harkins, Secretary of State

AUTHENTICATION: 11352313

DATE: 08/07/1987

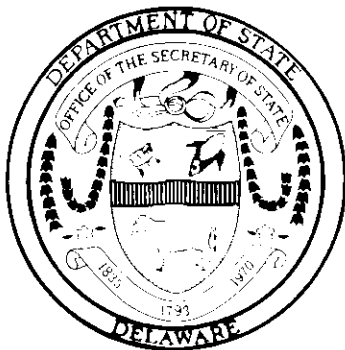


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THEREOF "ALLIED STORES CREDIT CORPORATION"

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*Michael Harkins*  
Michael Harkins, Secretary of State

AUTHENTICATION: 11352313

DATE: 08/07/1987