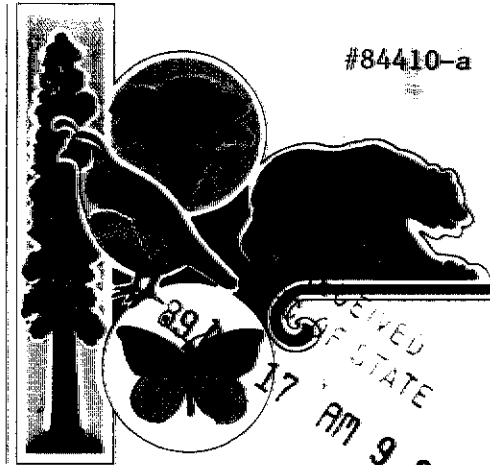
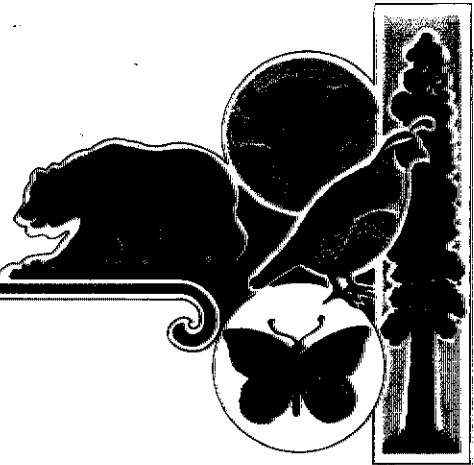


# State of California

OFFICE OF THE SECRETARY OF STATE



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I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 12th day of September, 1988,  
there was filed in this office a Certificate of Ownership  
merging YAMAHA MUSIC CORPORATION, U S A  
a California corporation, into YAMAHA CORPORATION OF AMERICA  
, a California corporation  
and the surviving corporation, by the terms of said agreement.

Further, that according to our records said merged California corporation has ceased to exist as a separate corporate entity.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this  
11th day of October, 1989

*March Fong Eu*  
Secretary of State

