

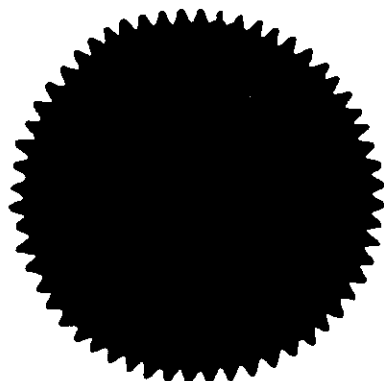
State of Delaware



Office of Secretary of State.

I, Elisha C. Dukes, Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Amendment of the "FEDERATED PUBLICATIONS, INC.", as
received and filed in this office the twenty-fifth day of May, A.D.
1964, at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this twenty-fifth *day*
of May *in the year of our Lord*
one thousand nine hundred and sixty-four.



Elisha C. Dukes

Secretary of State

J. F. Lounsbury

Ass't Secretary of State

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CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
FEDERATED PUBLICATIONS, INC.

Louis A. Weil, Jr., President, and John W. Christensen, Secretary of Federated Publications, Inc., a Delaware corporation, do hereby certify that a meeting of the holders of the shares of said Corporation entitling them to vote on the proposal to amend the Certificate of Incorporation was duly called and held on the 11th day of May, 1964, at which meeting a quorum of such stockholders was present in person or by proxy, and that by the affirmative vote of the holders of shares entitling them to exercise in excess of a majority of the voting power of the Corporation on such proposal the following recitations and resolutions were adopted to amend the Certificate of Incorporation:

WHEREAS, Federated Publications, Inc. is presently authorized to issue Five Hundred Thousand (500,000) shares of Common Stock, without par value; and

WHEREAS, it is deemed advisable to increase this Corporation's authorized Common Stock to One Million Five Hundred Thousand (1,500,000) shares, without par value.

NOW, THEREFORE, BE IT RESOLVED, That the Certificate of Incorporation of Federated Publications,

Inc., as amended, be, and the same hereby is,
amended by deleting the first paragraph of
Article FOURTH thereof reading as follows:

"FOURTH. The total number of shares
that may be issued by this Corporation
is Five Hundred Thousand (500,000),
without par value, all of which shares
shall be common stock."

and by substituting a new first paragraph of
said Article FOURTH reading as follows:

"FOURTH. The total number of shares
that may be issued by this Corporation
is One Million Five Hundred Thousand
(1,500,000), without par value, all of
which shares shall be common stock."

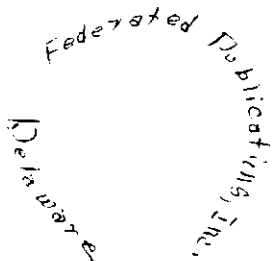
RESOLVED FURTHER, That this Certificate of
Amendment to Certificate of Incorporation of Federated
Publications, Inc. submitted to this meeting be, and the
same hereby is, in all respects authorized, approved and
adopted.

RESOLVED FURTHER, That the Executive Chairman or
President or Vice President and Secretary or Assistant
Secretary of the Corporation be, and they hereby are,
authorized, empowered and directed, in the name and on
behalf of the Corporation, to execute said Certificate
of Amendment and file the same in the office of the
Secretary of State of Delaware, and elsewhere as may
be required, and to take all such other action and to
execute and deliver all such other documents which

they may deem necessary or appropriate to render effective or otherwise fully to carry out the intent and purpose of these resolutions.

It is further certified that the above proceedings to amend the Certificate of Incorporation were, in all respects, held in accordance with the provisions of Section 242 of the Delaware General Corporation Law and that the capital of the Corporation will not be reduced under or by reason of said Amendment.

IN WITNESS WHEREOF, said Louis A. Weil, Jr., President and John W. Christensen, Secretary of Federated Publications, Inc., acting for and on behalf of said Corporation, have hereunto subscribed their names and caused the seal of said Corporation to be hereunto affixed this 11th day of May, 1964.



Louis A. Weil, Jr.
President

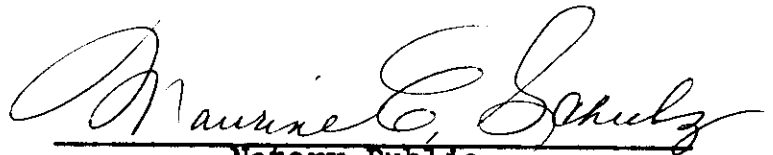
John W. Christensen
Secretary

STATE OF MICHIGAN }
COUNTY OF INGHAM } SS:

BE IT REMEMBERED, That on this 11th day of May, 1964, personally came before me Louis A. Weil, Jr., President of Federated Publications, Inc., a corporation of the State of Delaware, known to me personally to be such, and acknowledged the

signing of the foregoing Certificate of Amendment to Certificate of Incorporation to be his own act and deed, and the act and deed of said Corporation; that the signature of the President is in his own proper handwriting; that the seal affixed is the corporate seal of the said Corporation; and that the act of sealing and executing said Certificate of Amendment to Certificate of Incorporation was duly authorized by resolution of the stockholders of the said Corporation.

Given under my hand and seal of office the day and year aforesaid.



Notary Public
State of Michigan
County of Ingham

MAURINE E. SCHULZ
Notary Public, Ingham County, Mich.
My Commission Expires Mar. 13, 1967