

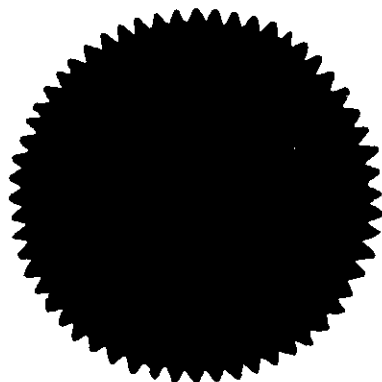
State of Delaware



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 "MORNINGSTAR PAISLEY, INC.", as
received and filed in this office the thirty-first day of March,
A.D. 1967, at 10 o'clock A.M.

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



Elisha C. Dukes

Secretary of State

L. H. Gloune

Ass't Secretary of State

CERTIFICATE OF AMENDMENT

to

CERTIFICATE OF INCORPORATION

MORNINGSTAR PAISLEY, INC., a corporation
organized and existing under and by virtue of the General
Corporation Law of the State of Delaware

DOES HEREBY CERTIFY

FIRST: That the Board of Directors of said
corporation, at a meeting duly convened and held, adopted
a resolution proposing and declaring advisable the follow-
ing amendment to the certificate of incorporation of
said corporation:

"RESOLVED: That the certificate of
incorporation of the corporation be
amended by striking out thereof the
article numbered FIRST and by insert-
ing in lieu thereof the following:

'FIRST: The name of the corporation
is PAISLEY PRODUCTS, INC.'"

SECOND: That the said amendment has been con-
sented to and authorized by the holder of all the issued
and outstanding stock entitled to vote by a written con-
sent given in accordance with the provisions of Section
228 of the General Corporation Law of the State of Delaware
and filed with said corporation on the 30th day of
March, 1967.

THIRD: That the said amendment was duly adopted
in accordance with the applicable provisions of Sections
228 and 242 of the General Corporation Law of the State of
Delaware.

IN WITNESS WHEREOF, said MORNINGSTAR-PAISLEY, INC. has caused its corporate seal to be hereunto affixed and this certificate to be signed by F.W. ANDREWS as President and DAVID FOGELSON as Secretary this 30th day of March, 1967.

MORNINGSTAR-PAISLEY, INC.

MORINGSTAR-PAISLEY, INC.
CORPORATE SEAL
1957
DELAWARE

By *F. W. Andrews*
President

By *David Fogelson*
Secretary

STATE OF NEW YORK
COUNTY OF NEW YORK

SS

BE IT REMEMBERED that on this 30th day of March, A.D., 1967, personally came before me, Lawrence E. Levine, a Notary Public in and for the County and State aforesaid, F.W. ANDREWS, President of MORNINGSTAR-PAISLEY, INC., a corporation of the State of Delaware, the corporation described in and which executed the foregoing certificate, known to me personally to be such, and he, the said, F.W. ANDREWS, as such President, duly executed said certificate before me and acknowledged the said certificate to be his act and deed and the act and deed of said corporation; that the signatures of the President and of the Secretary of said corporation to said foregoing certificate are in the handwriting of said President and Secretary of said corporation respectively, and that the seal affixed to said certificate is the common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

Lawrence E. Levine

LAWRENCE E. LEVINE
NOTARY PUBLIC
STATE OF NEW YORK

LAWRENCE E. LEVINE
Notary Public, State of New York
No. 31-7515320
Qualified in New York County
Commission Expires March 30, 1968