

State of Delaware

Office of the Secretary of State

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SECRETARY OF STATE

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER OF "LIFETOUCH P I C INC." A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, MERGING WITH AND INTO "LIFETOUCH NATIONAL SCHOOL STUDIOS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MINNESOTA UNDER THE NAME OF "LIFETOUCH NATIONAL SCHOOL STUDIOS INC." WAS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF JUNE, A.D. 1993, AT 9 O'CLOCK A.M.

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

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO RECORDER OF DEEDS FOR RECORDING.

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William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION: *3934295

DATE: 06/11/1993