

180342

BELK STORES

LEGAL DEPARTMENT
2801 WEST TYVOLA ROAD
CHARLOTTE, NC 28217-4500

RALPH A. PITTS
GENERAL COUNSEL

LUTHER T. MOORE
ASSISTANT GENERAL COUNSEL

PAUL B. WYCHE, JR.
ASSOCIATE COUNSEL

PEGGY C. WATTS
COUNSEL

97 JUN -9 AM 9:45
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TELEPHONE
(704) 357-1000

FAX
(704) 357-1883

June 5, 1997

Secretary of State
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-06/09/97--01147--008
*****35.00 *****35.00

Dear Secretary Miles:

Enclosed are the following documents:

1. The original Articles of Amendment of the following named corporation and one copy of said Articles, which are submitted for filing;

Belk-Hudson Co. of St. Augustine, Fla., Inc.

2. A check in the amount of \$35.00, payable to the Department of State, in payment of the cost of filing the Articles of Amendment.

We will appreciate your processing this document, and if everything is in order, please issue a Certificate of Amendment and return same to the attention of the undersigned.

Sincerely,

Betty F. Buchanan

Betty F. Buchanan
Stockholder Services Coordinator

Enclosures

n/c

2000 11/11/97

STATE OF FLORIDA
DEPARTMENT OF STATE

ARTICLES OF AMENDMENT

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1007 of the Florida Statutes Annotated, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the corporation is: Belk-Hudson Co. of St. Augustine, Fla., Inc.
2. The text of each amendment adopted is as follows:

"RESOLVED, That the articles of incorporation of this corporation be amended to change the name of the corporation to BELK OF ST. AUGUSTINE, FLA., INC."

3. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows: **Not Applicable**
4. The date of adoption of the amendment was as follows: April 30, 1997
5. The amendment was approved by shareholder action, and such shareholder approval was obtained as required by Chapter 607 of the Florida Statutes.
6. The number of shares of the corporation outstanding at the time of the adoption of the amendment or amendments was 7,750, and the number of shares entitled to vote thereon was 7,750. The designation of the class of stock is common, there being only one class. The number of shares indisputably represented at the meeting was 7,750.
7. The number of shares voted for the amendment was 7,750, and the number of shares voted against the amendment was 0. Voting within each class entitled to vote as a class was as follows:

<u>CLASS</u>	<u>NUMBER OF SHARES VOTED</u>	
	<u>FOR</u>	<u>AGAINST</u>
Common	7,750	0

This the 28th day of May, 1997.

**BELK-HUDSON CO. OF ST. AUGUSTINE,
FLA., INC.**


Luther T. Moore, Assistant Secretary