822592

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

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09 AUG 12 AM 11:27

N.C.
C.COULLIETTE
AUG 12 2009
EXAMINER

CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 963297 7450370

AUTHORIZATION :

COST LIMIT : $ 35.00

ORDER DATE : April 17, 2009

ORDER TIME : 9:08 AM

ORDER NO. : 963297-020

CUSTOMER NO: 7450370

FOREIGN FILINGS

NAME: AARON RENTS, INC.

XX___ CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX_____ PLAIN STAMPED COPY

CONTACT PERSON: Troy Todd -- EXT#2940

EXAMINER: ____________________

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 AUG 12 AM 11:27

SECTION I
(1-3 MUST BE COMPLETED)

822592
(Document number of corporation (if known))

1. Aaron Rents, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Georgia
(Incorporated under laws of)

3. 06/17/2008 04/17/2009
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 04/17/2009

5. Aaron's, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

Aaron's Sales & Lease Ownership, Inc.
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

____
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

____
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

____
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

James L. Cates
Corporate Secretary
Aaron's, Inc.

James L. Cates
(Typed or printed name of person signing)

Corporate Secretary
(Title of person signing)

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

RESOLUTION OF THE BOARD OF DIRECTORS TO ADOPT AN ALTERNATE NAME FOR USE IN FLORIDA

(Pursuant to section 607.1506 or 617.1506, F.S.)

(Please print or type)

I, the undersigned James L. Cates, do hereby certify
(Name)

that this Resolution of the Board of Directors of Aaron's, Inc.
(Name of Corporation)

a corporation duly organized and existing under the laws of Georgia,
(State or Country)

was adopted on August 4, 2009, adopting the alternate

name of Aaron's Sales & Lease Ownership, Inc.
(Alternate Name) NOTE: Must contain a corporate suffix)

for use in Florida as its real name is unavailable in Florida.

Date: August 10, 2009

James L. Cates
Corporate Secretary
Aaron's, Inc.

Signature of Chairman, Vice Chairman of the Board, a director or any officer

Corporate Secretary
Title of person signing

FILING FEE $35

(No fee required if submitted with a foreign not for profit qualification or amendment)

Make checks payable to Florida Department of State and mail to:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

CR2E126 (6/08)

AARON'S, INC.
SECRETARY'S CERTIFICATE

I, James L. Cates, hereby certify that I am the Corporate Secretary of Aaron's, Inc., a corporation organized under the laws of GEORGIA, (the **"Company")**, having its principal place of business in the City of Atlanta, County of Fulton, State of Georgia; that I am the keeper of the corporate records and the seal of the Company; that attached hereto as Exhibit I is a true and correct copy of resolutions duly adopted by the Board of Directors of the Company (the **"Resolutions")** on August 4, 2009, which resolutions are in conformity, and not in conflict, with the Articles of Incorporation or By-Laws of the Company and that the same has not since been modified, repealed or rescinded, but remain in full force and effect.

This Certificate is being delivered to the Florida Department of State Division of Corporations in conjunction with the Company's application to adopt an alternate name for use in Florida.

IN WITNESS WHEREOF, I have signed this certificate and affixed the seal on the Company's behalf this 10th day of August 2009.

Aaron's, Inc.

By: James L. Cates

James L. Cates, Corporate Secretary

CORPORATE
SEAL

EXHIBIT I

**RESOLUTIONS OF
THE BOARD OF DIRECTORS OF
AARON'S, INC.
August 4, 2009**

Approval of Corporate Trade Name or Fictitious Name

WHEREAS, the Company previously filed a Certificate of Amendment with the Georgia Secretary of State's Office to change the name of the Company from "Aaron Rents, Inc." to "Aaron's, Inc." on April 17, 2009; and

WHEREAS, the Company similarly filed forms of amended certificates of authority to do business as a foreign corporation in those states in which the Company currently is doing business, but was informed that its corporate name was unavailable for use in certain states; and

WHEREAS, as part of the application process for filing amended certificates of authority with various states, the Board of Directors is required to approve one or more forms of corporate resolution authorizing the use of trade names or fictitious names when the corporate name is not otherwise available for use in one or more states; and

WHEREAS, the Company intends to use the trade name or fictitious name of "Aaron's Sales & Lease Ownership" or "Aaron's Sales & Lease Ownership, Inc.," depending upon whether or not a state requires a corporate indicator.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors hereby adopts the name "Aaron's Sales & Lease Ownership" for use in the states of Washington, New Hampshire and Vermont for all purposes; and

FURTHER, RESOLVED, that the Board of Directors hereby adopts the name "Aaron's Sales & Lease Ownership, Inc." for use in the states of Alabama, Florida, Nebraska, New Jersey, North Carolina and South Carolina for all purposes, and where specific language is required by a particular state, approves the corporate board resolutions, the forms of which are attached hereto as Exhibit A and incorporated herein by reference, to be filed with the appropriate Secretary of State's Office for the States referenced therein; and

FURTHER, RESOLVED, that any vice president of the Company be, and each such officer of the Company hereby is, authorized and directed to execute and deliver all filings and documents, and to do and perform all such other acts and things deemed by such officers necessary, convenient or proper to carry out, modify or supplement any such filings or documents in order to qualify the Company to do business in states requiring the use of a trade name or fictitious name, hereby ratifying, approving and confirming all that said officers have done or may do in respect thereof; and

FURTHER, RESOLVED, that any of the foregoing acts or actions heretofore taken by any of the aforesaid officers of the Company are hereby ratified and approved.

EXHIBIT A

ALABAMA:

"Be It Resolved that Aaron's, Inc., a corporation organized and existing in the State of Georgia, hereby adopts the name 'Aaron's Sales & Lease Ownership, Inc.' for use in the State of Alabama for all purposes; and further resolves that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business with the State of Alabama under the name of 'Aaron's Sales & Lease Ownership, Inc.'; and resolves further that all activities and business of the corporation with the State of Alabama shall be carried out under the name 'Aaron's Sales & Lease Ownership, Inc.'."

FLORIDA:

"This Resolution of the Board of Directors of Aaron's, Inc., a corporation duly organized and existing under the laws of Georgia, was adopted on August 4, 2009, adopting the alternate name of 'Aaron's Sales & Lease Ownership, Inc.' for use in Florida as its real name is unavailable in Florida."

NEBRASKA:

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Nebraska, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Nebraska, this corporation adopts the fictitious name 'Aaron's Sales & Lease Ownership, Inc.' for use in transacting business in the State of Nebraska pursuant to Section 21-20, 173, Nebraska Business Corporation Act of the State of Nebraska, and

FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed and filed so that this corporation may obtain a Certificate of Authority to transact business in the State of Nebraska, and to cause this corporation to use the said fictitious name in the transaction of business in the State of Nebraska."

NORTH CAROLINA:

"RESOLVED, that the corporation adopts the name 'Aaron's Sales & Lease Ownership, Inc.,' under which it shall operate in North Carolina because its corporate name is not available for use in North Carolina, that the secretary is authorized to certify a copy of this resolution and is directed to deliver the copy of the resolution to the Secretary of State of North Carolina for filing."

<u>SOUTH CAROLINA:</u>

"Resolved that Aaron's, Inc., a corporation organized and existing in the State of Georgia, hereby adopts the name 'Aaron's Sales & Lease Ownership, Inc.' for use in the State of South Carolina for all purposes, and further resolved that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the State of South Carolina under the name: 'Aaron's Sales & Lease Ownership, Inc.'."

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 090422600
PRINT DATE : 04/22/2009
FORM NUMBER : 218

CORPORATION SERVICE COMPANY
AMY GUDGEL
801 ADLAI STEVENSON DR
SPPRINGFIELD, IL 62703

CERTIFICATE OF FACT

I, Karen C Handel, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

Effective April 17, 2009, AARON RENTS, INC., a Domestic Profit Corporation, filed articles/certificate of amendment changing its name to AARON'S, INC.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated within.

Karen C Handel
Secretary of State