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Florida Department of State
Division of Corporations
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FILED
03 MAY 30 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

ROSE'S STORES, INC.

RECEIVED
03 MAY 30 AM 11:33
DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

File Second

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.)

SECTION I
(1-3 MUST BE COMPLETED)

1. ROSE'S STORES, INC.

Name of corporation as it appears on the records of the Department of State.

2. Delaware

Incorporated under laws of

3. 06/24/1973

Date authorized to do business in Florida

FILED
03 MAY 30 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, 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? 6/30/01

5. Variety Stores, 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.

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


Signature

5 May 2003
Date

BRANT SPRUNGER

Typed or printed name

VICE PRESIDENT / CONTROLLER

Title

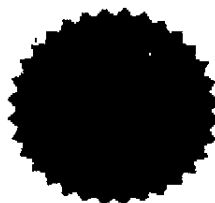
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "ROSE'S STORES, INC.", FILED A CERTIFICATE OF MERGER, CHANGING ITS NAME TO "VARIETY STORES, INC.", THE TWENTY-NINTH DAY OF JUNE, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2001, AT 11:59 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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030301073

AUTHENTICATION: 2424624

DATE: 05-19-03

TOTAL P.04

TOTAL P.05