

P02875

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00 MAR 22 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

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-02/11/00--01076--020
*****35.00 *****35.00

CORPORATION(S) NAME

Dayton Hudson Corporation
Changing to: Target Corporation

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name _____
Availability _____
Document _____
Examiner _____
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Verifier _____
Acknowledgement _____
W.P. Verifier _____

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N.C.
G. COULLETTE MAR 2 2 2000

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

CORPORATION(S) NAME

Dayton Hudson Corporation
Changing to: Target Corporation d/b/a Target Stores, Inc.

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
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	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
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Acknowledgement _____
W.P. Verifier _____

03/22/00

FILE SECOND

RECEIVED
00 MAR 22 AM 11:32
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 11, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: DAYTON HUDSON CORPORATION
Ref. Number: P02875

We have received your document for DAYTON HUDSON CORPORATION and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 200A00007347

RESOLUTION OF BOARD OF DIRECTORS

**CORPORATION ADOPTING A FICTITIOUS NAME FOR USE IN THE
STATE OF FLORIDA**

I, **ROBERT L. NYS, Assistant Secretary of Target Corporation**, a Minnesota corporation (formerly known as Dayton Hudson Corporation), do hereby certify that attached hereto as Exhibit A is a true and correct copy of resolutions of the Board of Directors of **TARGET CORPORATION** which were duly adopted at a regular meeting of the said Board, held on January 12, 2000, a quorum being present, and are set forth in the minutes of said meeting; that I am the keeper of the corporate seal and of the minutes and records of this corporation, and that said resolutions have not been rescinded or modified.

In compliance with said resolutions, the undersigned officer of Target Corporation states that:

The Corporation has heretofore complied with the relevant provisions of the Florida Business Corporation Act and is presently qualified to transact business in the State of Florida under its former name, DAYTON HUDSON CORPORATION; and

The Corporation, pursuant to Section 607.1504 of the Florida Business Corporation Act, must file an amended Certificate of Authority which reflects the name change to TARGET CORPORATION; and

The real name of the Corporation is unavailable for use in the State of Florida and, in the alternative, the Corporation must adopt a fictitious corporate name which meets the requirements of Section 607.1506 of the Florida Business Corporation Act; and

The Corporation hereby adopts the fictitious name, TARGET STORES, INC., for use in the State of Florida, and all activities and business of the Corporation in the State of Florida shall hereinafter be carried out under said fictitious name.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the corporation, on the 15th day of March 2000.

TARGET CORPORATION

By: _____

Robert L. Nys
Assistant Secretary

Dayton Hudson Corporation

**Resolutions of the
Board of Directors**

WHEREAS, the Company owns all of the issued and outstanding capital stock of Target Corporation, a Minnesota corporation (the "Subsidiary"), consisting of 1,000 shares of common stock, \$1.00 par value per share; and

WHEREAS, the Company desires to effect the merger of the Subsidiary with and into the Company pursuant to Section 302A.621 of the Minnesota Business Corporation Act.

NOW, THEREFORE, BE IT RESOLVED, that the Subsidiary be merged with and into the Company pursuant to Section 302A.621 of the Minnesota Business Corporation Act in accordance with the further resolutions set forth below (which resolutions shall constitute the Plan of Merger).

RESOLVED FURTHER, that at the effective time of the merger, all of the outstanding shares of common stock of the Subsidiary, \$1.00 par value per share, shall be canceled, and no securities of the Company or any other corporation, or any money or other property, shall be issued to the Company in exchange therefor.

RESOLVED FURTHER, that the merger shall be effective at 12:01 a.m., Minneapolis, Minnesota time, on January 30, 2000.

RESOLVED FURTHER, that James T. Hale, Secretary of the Company, or any other officer of the Company, is hereby authorized and directed to execute, for and on behalf of the Company, Articles of Merger setting forth the Plan of Merger and such other information as required by law, and to cause those articles to be filed for record with the Secretary of State of the State of Minnesota in the manner required by law.

RESOLVED FURTHER, that upon the effective time of the merger, pursuant to Section 302A.621, Subd. 1, of the Minnesota Business Corporation Act, by virtue of the filing of the Articles of Merger and without any further action by the Company, its Board of Directors, or its shareholders, Article I of the Company's Restated Articles of Incorporation shall be amended in its entirety to read as follows:

"The name of the corporation is Target Corporation."

RESOLVED FURTHER, that the officers of the Company, and each of them, are hereby authorized, for and on behalf of the Company, to take such other action as those officers, or any of them, deem necessary or appropriate to carry out the purpose of the foregoing resolutions.

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

FILED
MAR 22 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Dayton Hudson Corporation
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Minnesota
3. Date authorized to do business in Florida: July 31, 1984

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?

January 13, 2000

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:


Target Corporation

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

No Change

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

No Change



Signature

Name and Title

Stephen C. Kowalke, Vice President

February 7, 2000

Date

State of Minnesota

SECRETARY OF STATE

Certificate of Name Change

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that the corporation listed below filed an amendment of its articles of incorporation, or, in the case of a non-Minnesota corporation, a certificate of name change, changing its name with this office on the date listed below, and that the corporation has complied with the relevant laws of Minnesota with respect to that filing.

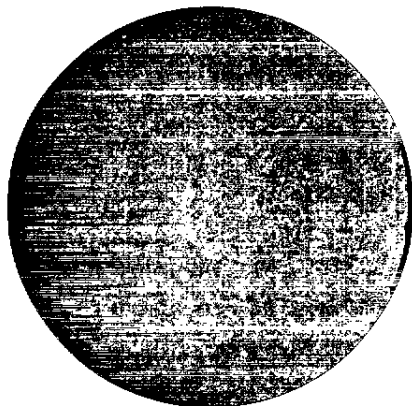
Old Name: Dayton Hudson Corporation

New Name: Target Corporation

State of Incorporation: MN

Date Amendment filed: 01/13/2000

This certificate has been issued on 01/26/00.



Mary Kiffmeyer
Secretary of State.