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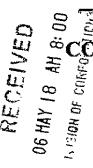
: FRANK, WEINBERG, BLACK, P.L. Account Name

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PENN DUTCH FOOD CENTER II, INC.

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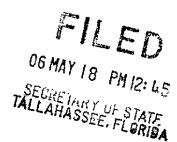
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Amend

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

PENN DUTCH FOOD CENTER II, INC.



- 1. The name of the Corporation is: PENN DUTCH FOOD CENTER II, INC.
- 2. Article IV of the Articles of Incorporation of the Corporation is amended in its entirety to read as follows:

"The aggregate number of shares that the corporation shall have the authority to issue is as follows:

- (a) 200 shares of voting common stock having a par value of \$1.00 per share.
- (b) 200 shares of non-voting common stock having a par value of \$1.00 per share."
- 3. By Unanimous Written Consent of the Directors and Shareholders dated May ro, 2006, the Board of Directors and Shareholders of the Corporation approved these Articles of Amendment and that the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 10 day of 600.

PENN DUTCH FOOD CENTER II, INC.

Name: William Salsburg

Title: President