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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DG ACE HARDWARE, INC.

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The undersigned, being the President of DG ACE HARDWARE, INC., a Florida corporation, hereby certifies that the following Amendment to the Articles of Incorporation was duly adopted by unanimous written consent by all of the Directors and all of the Shareholders entitled to vote as the sole voting group on the 17th day of April, 1997.

AMENDMENT

Article I is amended to read as follows:

"The name of this Corporation shall be DG OF SARASOTA, INC.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I hereby set my hand and seal this 17th day of April, 1997.

By: Richard H. Schaefer Sr.  
RICHARD H. SCHAEFER, Sr President

FAX AUDIT NO.: H97000009889

Prepared by: W. Lee McGinness  
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Atty. Bar #: 520550


CONSENT OF  
SHAREHOLDERS AND DIRECTORS  
OF  
DG ACE HARDWARE, INC.

The undersigned, being the Shareholders and Directors of the above Corporation, hereby consent to the following resolution:

The Shareholders and Directors hereby amend the Articles of Incorporation to change the name of the Corporation to DG OF SARASOTA, INC.; and the Officers of the Corporation are authorized and directed to file the appropriate documents with the Secretary of State and to pay any fees required by law.

Dated: April 7th, 1997.

  
RICHARD H. SCHAEFER, SR.,  
Shareholder and Director

  
GERDA SCHAEFER, Shareholder and  
Director