

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
08/07/97

CORPORATION:

TOTES ISOTONER CORPORATION FORMERLY "TOTES" INCORPORATED

014091

RETURN TO: CSC, THE UNITED STATES CORP. CO.
ATTN L K VAIDO
16 E BROAD ST STE 610
COLUMBUS OH 43215

CHARTER NUMBER: 111420
ROLL AND FRAME: 5962-0129

05962-0129

DOCUMENT NUMBER	CODE	FEE
97080436401	AMD	35.00
97080436401	MIS	10.00
	CHN	NO FEE

TOTAL : 45.00

0272

95962-0130



The State of Ohio

Bob Taft

Secretary of State

111420

❖ Certificate ❖

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous

Filings; that said records show the filing and recording of: AMD MIS CHN

of:

TOTES ISOTONER CORPORATION FORMERLY "TOTES" INCORPORATED

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5962 at Frame 0131 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at

Columbus, Ohio, this 1ST day of AUG ,

A.D. 19 97 .



Bob Taft
Bob Taft
Secretary of State

05962-0131



Prescribed by
BOB TAFT, Secretary of State

Form SH-AMD (January 1991)

Charter No.	111420
Approved	JMR
Date	8-1-97
Fee	\$ 35 -

97080436401

CERTIFICATE OF AMENDMENT by Shareholders to the Articles of Incorporation of

"totes" Incorporated

(Name of Corporation)

Donna Deye

, who is:

☐ Chairman of the Board ☐ President ☒ Vice President (check one)

and

Michael Krupka

, who is: ☐ Secretary ☒ Assistant Secretary (Check one)

of the above named Ohio corporation for profit do hereby certify that: (check the appropriate box and complete the appropriate statements)

- ☐ a meeting of the shareholders was duly called for the purpose of adopting this amendment and held on _____, 19____ at which meeting a quorum of the shareholders was present in person or by proxy, and by the affirmative vote of the holders of shares entitling them to exercise _____ % of the voting power of the corporation.
- ☒ In a writing signed by all shareholders who would be entitled to notice of a meeting held for that purpose, the following resolution to amend the articles was adopted:

See Exhibit A.



IN WITNESS WHEREOF, the above named officers, acting for and on behalf of the corporation, have hereto subscribed their names this 31st day of July, 19 97.

By Donna Deye
(Chairman, President, Vice President)

By Michael Krupka
(Secretary, Assistant Secretary)

NOTE: Ohio law does not permit one officer to sign in two capacities. Two separate signatures are required, even if this necessitates the election of a second officer before the filing can be made.

~~05962-0132~~

EXHIBIT A

"TOTES" INCORPORATED

RESOLUTION OF THE SOLE STOCKHOLDER

July 28, 1997

Amendment to Articles of Incorporation

RESOLVED: That Article First of the Articles of Incorporation of this Corporation be amended and restated in accordance with Sections 1701.69, 1701.71 and 1701.73 of the Ohio General Corporation Law to read in its entirety as follows:

FIRST: The name of the Corporation shall be totes Isotoner Corporation.

; and that the officers of this Corporation at the time in office be, and they are, and each of them acting singly is, hereby authorized, in the name and behalf of this Corporation, to execute and to cause a Certificate of Amendment to be duly filed with the Secretary of State of the State of Ohio to effectuate the foregoing.



CSC - COLUMBUS
SUITE 610
16 EAST BROAD STREET
COLUMBUS OH 43215
800-347-2334
614-463-9903

05962-0133

To: OHIO SECRETARY OF STATE
From: Lisa K. Vaido
Date: August 1, 1997
Order#: 483223/005
Re: "TOTES" INCORPORATED

Enclosed please find:

☒ Certificate of Amendment.
☐ Name Reservation Certificate.
☒ Check in the amount of \$45.00.
☐ Other: _____

Please take the following action:

☒ File in your office on an expedited basis.
☐ File with the state of OHIO on an expedited basis.
☐ Record in your office.
☐ Publish with a Local Newspaper.
☐ Issue Certified Copy.
☒ Issue Proof of Filing FOR PICK-UP!!
☐ Issue Good Standing.
☐ Return Federal Express-Standard Air/Acct. No. 1961-0279-5.
☐ Other: _____

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

INAC.FILE

