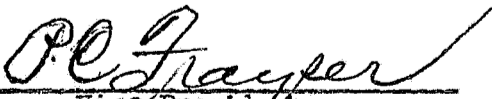
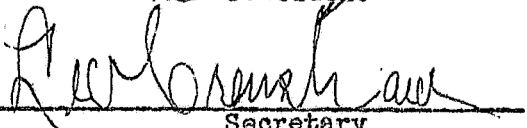


We, P. C. FRAYSER, Vice-President, and L. W. CRENSHAW, Secretary of SIMMONS HARDWARE COMPANY OF MINNEAPOLIS, a corporation organized and existing under the laws of the State of Minnesota, hereby certify that the following is a true and correct copy of a certain resolution adopted by the Board of Directors of said company at a duly convened meeting held on the 29th day of January, 1932, at which a quorum was in attendance:

RESOLVED: That effective February 1, 1932, the office of this company within the State of Minnesota be and the same is hereby changed from Fourth and Second Avenues, North, in the City of Minneapolis, to the office with Thorpe Bros. at 519 Marquette Avenue, in said City of Minneapolis; that Louis A. Laramee, whose residence address is Route #1, Hopkins, Minnesota, and whose business address is 519 Marquette Avenue, Minneapolis, Minnesota, be and he is hereby appointed the Agent of this company with full authority to acknowledge service of notice or process for or on behalf of this company, and that such appointment shall remain in full force and effect until voided by withdrawal or cancellation; that this company does hereby consent that service of notice or process be made upon said Louis A. Laramee and that when so made it shall be taken and held as valid as if served according to the laws of the State of Minnesota, and all claim or right or error by reason of such acknowledgment of service is hereby waived; and that the President or Vice-President and the Secretary or Assistant Secretary be and they are hereby authorized and directed to certify to the Honorable Mike Holm, Secretary of State of Minnesota, the foregoing resolution under the corporate seal of this company.

IN WITNESS WHEREOF, we have hereunto signed our names as Vice-President and Secretary, respectively, and affixed the corporate seal of said company, this 23rd day of February, 1932.

  
\_\_\_\_\_  
Vice-President

  
\_\_\_\_\_  
Secretary

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Louis A Laramee  
Simmons Hardware Company of  
Minneapolis

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

FEB 26 1932

*Louis A Laramee*  
Secretary of State