

AZ. CORP. COMMISSION
FOR THE STATE OF AZ.

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John DeLeon
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

REX ALLEN'S ARIZONA COWBOY MUSEUM

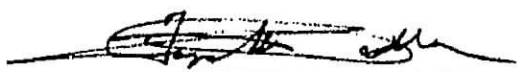
Pursuant to the provisions of Sec. 10-061, Arizona Revised Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is REX ALLEN'S ARIZONA COWBOY MUSEUM.

SECOND: The document attached hereto as Exhibit "A" sets forth the amendment to the Articles of Incorporation which were adopted by the Board of Directors at their meeting on the 1st day of February, 1990, in the manner prescribed by law.

DATED: February 1, 1990

REX ALLEN'S ARIZONA COWBOY MUSEUM


Floyd Robbs, President

Attest:


Frances Doss, Secretary

1 STATE OF ARIZONA)
) ss.
2 County of Cochise)

3 The foregoing was acknowledged before me this 1st day of
4 February, 1990, by Floyd Robbs, President and Frances Doss,
5 Secretary, respectively, of REX ALLEN'S ARIZONA COWBOY MUSEUM, an
6 Arizona corporation.

Lorraine Phelps

Notary Public

7 My Commission Expires:
8 _____
9 _____



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CERTIFICATION

STATE OF ARIZONA |
County of Cochise | ss.

Frances Doss, being first duly sworn upon oath, deposes and says:

That she is the duly authorized, qualified secretary of REX ALLEN'S ARIZONA COWBOY MUSEUM, an Arizona Corporation; that she has custody of all Resolutions passed and adopted by the Board of Directors of said corporation; that she has compared the foregoing copy of Resolution with the original thereof and that the same is a true and exact copy of a Resolution passed and adopted by the Board of Directors of said corporation on 1st day of February 1990, and that said Resolution has not been revoked by the Board of Directors.

Frances Doss

Frances Doss, Secretary

SUBSCRIBED AND SWORN TO before me this 1st day of February, 1990, by Frances Doss, Secretary of Rex Allen's Arizona Cowboy Museum.

Lorraine Phelps

Notary Public

My Commission Expires:



RESOLUTION

BE IT RESOLVED by the Board of Directors of Rex Allen's Arizona Cowboy Museum, an Arizona corporation, that the name of the corporation be changed to The Rex Allen Arizona Cowboy Museum, Inc. and therefore, Article I of the Articles of Incorporation herein shall be amended as follows:

ARTICLE I. NAME. The name of this Corporation is THE REX ALLEN ARIZONA COWBOY MUSEUM, INC., hereinafter called the "Corporation".

-TBB