

and said resolution further directed that the said proposed amendment be considered at the special meeting of the Common stockholders of said Pet, Incorporated to be held on August 19, 1966.

TWO: That thereafter, pursuant to said resolution, the said proposed amendment was duly submitted to the special meeting of Common stockholders of said Pet, Incorporated which was duly called and held in accordance with law and the By-laws of the corporation at the office of the corporation in the City of St. Louis, Missouri, on the 19th day of August, 1966, at 9:20 a. m., Central Daylight Time, at which meeting were present in person or by proxy the holders of a majority of the shares of common stock of said corporation outstanding, being the stock entitled to vote at said meeting; that at said meeting a vote of the stockholders entitled to vote thereon was taken, by ballot, for or against said proposed amendment to the Certificate of Incorporation, which vote was taken by Laura Sellinger and Frank J. Williams, Jr., the two judges appointed for that purpose by the Board of Directors of the said corporation; and that at said meeting, by vote conducted as aforesaid, said amendment was duly adopted, the persons holding 10 shares of the issued and outstanding Common stock of said corporation, constituting a majority of such issued and outstanding Common stock, voting for said amendment and the holders of 0 shares voting against it.

THREE: That such amendment has been adopted in accordance with the provisions of Section 242 of Title 8 of the Delaware Code, as amended, and that the capital of the corporation will not be reduced under or by reason of said amendment.

