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in the office of the Secretary of State of the State of Colifornia

APR 1 4 1995

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

Secretary

Michael Schulman certifies that:

1. He is the sole incorporator of THE IN-N-OUT FOUNDATION, a California nonprofit public benefit corporation.

2. Article 1 of the Articles of Incorporation of this corporation is amended to read as follows:

"Article 1 <u>Name</u>

The name of this corporation is "In-N-Out Burgers Foundation."

3. No directors were named in the original Articles of Incorporation and none have been elected.

4. The corporation has no members.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

DATE: April 13, 1995.

Michael Schulman, Incorporator

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