

F9500004705

Florida Department of State
Division of Corporations
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To: Division of Corporations
 Fax Number : (850) 617-6380

From: Account Name : CORPORATION SERVICE COMPANY
 Account Number : I20000000195
 Phone : (850) 521-1000
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
RETAIL BRAND ALLIANCE, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

RECEIVED

11 SEP 21 AM 8:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AR

11 SEP 21 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TR 9-22-11

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Retail Brand Alliance, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F95000004705

The enclosed Amendment and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:

Eugene Feola
(Name of Contact Person)

Brooks Brothers Group, Inc.
(Firm/Company)

100 Phoenix Avenue
(Address)

Enfield, CT 06082
(City/State and Zip Code)

For further information concerning this matter, please call:

Mary Beth Riley-Wallis at (860) 253-4496
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFTT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F95000004705

(Document number of corporation (if known))

1. Retail Brand Alliance, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. September 27, 1995

(Date authorized to do business in Florida)

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11 SEP 21 AM 10:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? August 8, 2011

5. Brooks Brothers Group, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

Not Applicable

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Not Applicable

(New jurisdiction)

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Eugene Feola

(Typed or printed name of person signing)

VP and General Counsel

(Title of person signing)

Delaware

PAGE 1

The First State

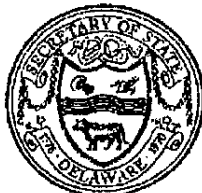
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "RETAIL BRAND ALLIANCE, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BROOKS BROTHERS GROUP, INC.", THE EIGHTH DAY OF AUGUST, A.D. 2011, AT 1:19 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

2517787 8320

111026454

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9042455

DATE: 09-21-11