

M96000000137
GURWITCH | BRISTOW

April 14, 1999

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

I have enclosed an Application By Foreign Limited Liability Company To File Amendment To Application For Authorization To Transact Business In Florida.

Please feel free to contact me should you have any questions. I can be reached at 972-866-9669, extension 203.

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Sincerely yours,



Robert E. Hurtt, Jr.
Vice President-Operations

Enclosures

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Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 20 AM 8:51

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

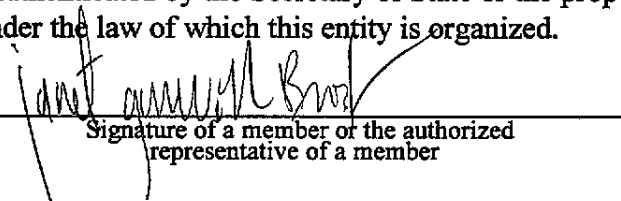
1. Name of limited liability company as it appears on the records of the Florida Department of State: KUSIN GURWITCH COSMETICS, L.C.C.
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: 4-19-96

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 11-12-98
5. New name of the limited liability company: _____
Gurwitch Bristow Products L.C.C.
(Name must end with the words "limited company" or the abbreviation "L.C." if not so contained in the name at present.)
6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the Secretary of State or the proper official having custody of records under the law of which this entity is organized.



Signature of a member or the authorized representative of a member

JANET GURWITCH BRISTOW

Typed or printed name of signee

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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "KUSIN GURWITCH COSMETICS, L.L.C.", CHANGING ITS NAME FROM "KUSIN GURWITCH COSMETICS, L.L.C." TO "GURWITCH BRISTOW PRODUCTS, L.L.C.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 1998, AT 10:30 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9670296

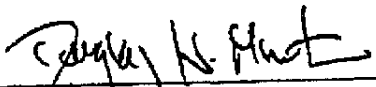
DATE: 04-06-99

**CERTIFICATE OF AMENDMENT
OF
KUSIN GURWITCH COSMETICS, L.L.C.**

1. The name of the limited liability company is Kusin Gurwitch Cosmetics, L.L.C.
2. The Certificate of Formation of the limited liability company is hereby amended to reflect a name change of said company. The company shall, for all intents and purposes, be known as Gurwitch Bristow Products, L.L.C.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment of Kusin Gurwitch Cosmetics, L.L.C. this 11th day of November, 1998.

Kusin Gurwitch Cosmetics, L.L.C.

By: 
Douglas H. Martin, Manager