

F95000004705



ACCOUNT NO. : 072100000032

REFERENCE : 440691 5051056

AUTHORIZATION : *Patricia Pizute*

COST LIMIT : \$ 35.00

FILED
2001 AUG 24 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 23, 2001

ORDER TIME : 11:15 AM

ORDER NO. : 440691-040

CUSTOMER NO: 5051056

CUSTOMER: Ms. Barbara Pane
Retail Brand Alliance, Inc.
100 Phoenix Avenue

Enfield, CT 06082

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 24 PM 12:38
NOT REPLIED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FOREIGN FILINGS

NAME: CASUAL CORNER GROUP, INC.

000004555280--9

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

N.C.
C. Coulliette AUG 24 2001

CONTACT PERSON: Darlene Ward -- EXT#1135

EXAMINER: _____

PROFIT 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)

FILED
2001 AUG 24 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. CASUAL CORNER GROUP, INC.

Name of corporation as it appears on the records of the Department of State.

2. Delaware

Incorporated under laws of

3. 09/27/1995

Date authorized to do business in 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? 07/30/2001

5. RETAIL BRAND ALLIANCE, 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.

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

no change

New Duration

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

no change

New Jurisdiction

Eugene Feola
Signature

August 21, 2001
Date

Eugene Feola

Typed or printed name

Vice President

Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CASUAL CORNER GROUP, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "RETAIL BRAND ALLIANCE, INC.", THE THIRTIETH DAY OF JULY, A.D. 2001, AT 9 O'CLOCK A.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.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2517787 8320

AUTHENTICATION: 1309916

010416778

DATE: 08-23-01