

Division of Corporations

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Florida Department of State
Division of Corporations
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BASIC AMENDMENT

FARNER'S CHILDREN'S WEAR, INC.

Certificate of Status	1
Certified Copy	0
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ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
FARNER'S CHILDREN'S WEAR, INC.

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TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006(1) of the Florida Statutes, the Articles of Incorporation of Farner's Children's Wear, Inc., a Florida corporation (the "Corporation") are hereby amended as follows:

1. The name of the Corporation is Farner's Children's Wear, Inc.
2. Article III of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One-Thousand One-Hundred (1,100) shares of No Par Value Common Stock."

3. The foregoing amendment was adopted on June 26, 2001, by the written consent of the sole shareholder of the Corporation in accordance with the provisions of Sections 607.1003(6) and 607.0704 of the Florida Business Corporation Act.

5. The sole voting group entitled to consent in writing to these amendments is comprised of the holders of common stock, and the number of votes cast for the amendments by the written consent of that voting group was sufficient for approval by it.

Date: June 26, 2001

FARNER'S CHILDREN'S WEAR, INC.

By: Bessie B Edelstein
Bessie B. Edelstein, President

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