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BASIC AMENDMENT

T-SHIRTS OF FLA., INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
T-SHIRTS OF FLA., INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: THAT ARTICLE I BE AMENDED TO READ AS FOLLOWS:

The name of the corporation shall be:

TSF SPORTSWEAR, INC.

SECOND: The date of the adoption of the amendment by the Board of Directors and Shareholders was March 17, 1999.

THIRD: Adoption of Amendment

The foregoing amendment was submitted to a vote of the shareholders of the Corporation, which vote was evidenced by written action of the shareholders of the Corporation's issued and outstanding shares.

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury, this 17 day of March, 1999.

By: Barry Shulman
Name: Barry Shulman
Title: President

Mara Lerner, Esq.
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