

526007

Westchester Fabrics, Inc.

8571 CORAL WAY, MIAMI, FLORIDA 33155 • PH: 261-6513

April 30, 1997

Florida Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
97 MAY 19 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: WESTCHESTER FABRICS, INC. No. 526007 00002166557--8
ARTICLES AMENDMENT -05/06/97--01005--015
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed, please find original executed Certificate of Approval of Amendment of Articles of Incorporation and Articles of Amendment to Articles of Incorporation in connection with the above captioned corporation.

Also, enclosed please find check in the amount of \$35.00 in payment of your fees.

Should you need any further information, please feel free to contact our office.

Very truly yours,

Rosendo S. Rivero
Secretary

Encs. (As stated)
rr

*Wait for
97 Report to
be filed*
AMEND
XRB 6/16

RECEIVED
MAY 19 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

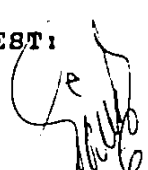
CERTIFICATE OF APPROVAL OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
WESTCHESTER FABRICS, INC.

We, the undersigned, being the Secretary and Treasurer of WESTCHESTER FABRICS, INC. hereby certify that the Board of Directors of the corporation AND SHAREHOLDERS did unanimously approve and recommend, on the 30TH day of APRIL 1997, at a meeting duly called for the purpose, that the Articles of Incorporation of WESTCHESTER FABRICS, INC., heretofore filed and approved in the office of the Secretary of State, State of Florida, on the 16th day of FEBRUARY 1977, be amended in the manner set forth in the attached page and did propose said amendment to the stockholders of the corporation who unanimously approved the amendments.

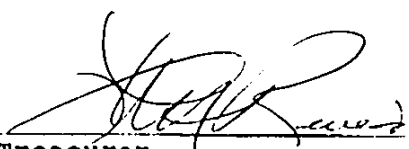
WE DO FURTHER CERTIFY that at a meeting duly called for that purpose, a majority of stockholders of the corporation did approve the foregoing amendment on the 30th day of APRIL 1997.

IN WITNESS WHEREOF, the Secretary AND Treasurer of the corporation has hereunto affixed their signatures, and also affixed the corporate seal this 30th day of April 1997.

ATTEST:



Secretary
Rosendo S. Rivero



Treasurer

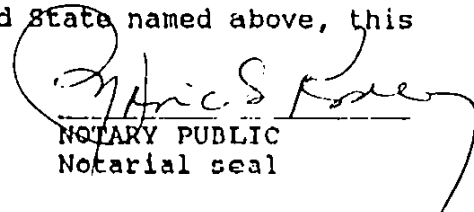
STATE OF FLORIDA
COUNTY OF DADE

I DO HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County above named the take oaths and acknowledgements, personally appeared Rosendo S. Rivero and Luisa M. Rivero, Secretary and Treasurer of Westchester Fabrics, Inc. to me well known to be the individuals described in and who executed the foregoing Amendment to Certificate of Incorporation and they acknowledged before me that the matters and things contained therein are true, and they did execute the same for the purposes therein expressed.

WITNESS my hand and seal in the County and State named above, this the 1 day of May, 1997.

MY COMMISSION EXPIRES:

OFFICIAL NOTARY SEAL
MARICELA RODRIGUEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC557589
MY COMMISSION EXP. JUNE 7, 2000



NOTARY PUBLIC
Notarial seal

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WESTCHESTER FABRICS, INC.

FEB 19 1977
97 MAY 19 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

The Certificate of incorporation of WESTCHESTER FABRICS, INC. assigned document number 526007, heretofore approved and filed in the office of the Secretary of State of Florida, on FEBRUARY 16, 1977 is hereby amended in the following particular:

ARTICLE VI - BOARD OF DIRECTORS

The name of the PRESIDENT per the filed 1997 annual report is to be changed from Elsa Martin to **ELSA GELMAN**. This change is necessary due to the fact that the President formally changed her name per attached issued social security card. This change is to be effective commencing 4/30/97.

The board of directors at a meeting called for this purpose unanimously approved the name change as well as unanimously approved that all banks and other entities be notified of the name change.

