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BASIC AMENDMENT

CLOTHING CITY, U.S.A., INC.

Certificate of Status	0
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Page Count	02
Estimated Charge	\$35.00

Amendment

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ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
CLOTHING CITY, U.S.A., INC.

Under the provisions of F.S. 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

Article XI – Officers shall be adopted as follows: The name and address of the officers of this corporation shall be:

Cesar Nunez
Vice-President and Secretary
2691 N.W. 5th Avenue
Miami, Florida 33127

SECOND: The amendments do not provide for an exchange, reclassification, or cancellation of issued shares.

THIRD: The date of each amendments' adoption/authorization is September 28, 2001. The effective date of each amendments' adoption is September 28, 2001.

FOURTH: Adoption of Amendments

The amendments were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer of this corporation has executed these Articles Of Amendment To Articles Of Incorporation Of Clothing City, U.S.A., Inc.

CLOTHING CITY, U.S.A., INC.



By: Madeleine Nunez
Its: President

Document prepared by and please return to:

Felix R. Carrillo, Esq.
Law Offices of Carrillo & Carrillo, P.A.
1401 Ponce de Leon Boulevard
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Miami, FL 33134

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