

848085



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 233178 7177748

AUTHORIZATION :

*Patricia Pizot*

COST LIMIT : \$ 35.00

ORDER DATE : May 7, 1999

ORDER TIME : 2:37 PM

ORDER NO. : 233178-035

CUSTOMER NO: 7177748

CUSTOMER: Mr. Michael Mclearn  
Lexington Ventures, Inc.  
466 Lexington Avenue  
10th Floor  
New York, NY 10017

500002871815--8

FOREIGN FILINGS

NAME: JEAN NICOLE, INC.

XX PROFIT  
XXXX AMENDMENT

XX CORPORATE

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: TAMARA ODOM

*NK  
5-12-99  
DMS*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAY 11 PM 4: 58

FILED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAY 11 PM 3: 22

RECEIVED



*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "JEAN NICOLE, INC.", FILED A CERTIFICATE OF MERGER, CHANGING ITS NAME TO "JN SHOPS, INC.", THE FOURTEENTH DAY OF DECEMBER, A.D. 1998, 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.



0906010 8320

991184376

A handwritten signature in cursive script that reads "Edward J. Freel".

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 Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

9734157

05-10-99