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J. BRYAN APR - 1 2003



ACCOUNT NO. : 072100000032

REFERENCE : 982223 7171103

AUTHORIZATION :

Patricia Ryzto

COST LIMIT : \$ 52.50

ORDER DATE : March 25, 2003

ORDER TIME : 11:26 AM

ORDER NO. : 982223-065

CUSTOMER NO: 7171103

CUSTOMER: Peggy A. Mastbrook, Paralegal
VF Corporation
105 Corporate Center Blvd.

Greensboro, NC 27408

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FOREIGN FILINGS

NAME: VANITY FAIR INTIMATES, LP

____ PROFIT
____ NON-PROFIT

____ CORPORATE
XX LIMITED PARTNERSHIP

XXXX AMENDMENT

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____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: _____

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

FILED
2003 APR -1 PM 3:50
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

VANITY FAIR INTIMATES, LP

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

The name of the Limited Partnership has been changed to: VF INTIMATES, LP


(Signature of a General Partner)

Vanity Fair Ventures, Inc. by: Frank C. Pickard III, VP/Asst. Sec.

(Typed or printed name of General Partner signing above)

STATE OF North Carolina

COUNTY OF Guilford

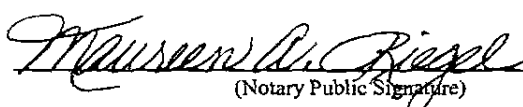
On this 17th day of March, 2003, FRANK C. PICKARD III personally appeared before me,



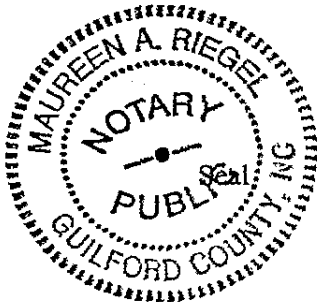
who is personally known to me



whose identity I proved on the basis of _____


(Notary Public Signature)

MAUREEN A. RIEGEL
(Notary's Printed Name)



My Commission Expires: 8-26-2003