



K 82653

FILED
99 NOV 12 PM 2:33
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 479113 - 4326591
AUTHORIZATION : *Patricia Piggitt*
COST LIMIT : \$ 43.75

ORDER DATE : November 11, 1999

ORDER TIME : 4:20 PM

ORDER NO. : 479113-025

CUSTOMER NO: 4326591

CUSTOMER: Sandy Bordwell, Legal Asst
Fowler White Gillen Boggs
Suite 1700
501 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: CASUAL LIVING U.S.A. HOLDING,
INC.

EFFECTIVE DATE:

*NK
11-12-99
BKS*

500003042065-2

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS: _____

RECEIVED
99 NOV 12 AM 9:02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**AMENDMENT TO ARTICLES OF INCORPORATION
OF
CASUAL LIVING U.S.A. HOLDING, INC.**

FILED
99 NOV 12 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, the Articles of Incorporation of Casual Living U.S.A., Inc. were filed with and approved by the Secretary of State of the State of Florida on the 24th day of April 1989; and

WHEREAS, Amendments to the Articles of Incorporation of Casual Living, U.S.A., Inc. were filed with and approved by the Secretary of State of the State of Florida on August 31, 1992, and December 26, 1997; and

WHEREAS, it is the intention of the directors and the sole stockholder of Casual Living U.S.A. Holding, Inc. that the Articles of Incorporation of Casual Living U.S.A. Holding, Inc. be amended, in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment to the Articles of Incorporation of Casual Living U.S.A. Holding, Inc. hereinafter set forth was approved by the directors and the sole stockholder, comprising the only voting group of stockholders of Casual Living U.S.A. Holding, Inc., pursuant to the provisions of Florida Statutes, Section 607.1003(5), on the 1 day of NOVEMBER, 1999; and

WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of Casual Living U.S.A. Holding, Inc. are hereby amended, by deleting in its entirety the present Article I and by substituting therefor the following, to-wit:

“ARTICLE I

The name of this corporation shall be:

CASUAL LIVING U.S.A., INC.”

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of Casual Living U.S.A. Holding, Inc. by its President and Secretary this 1 day of NOVEMBER, 1999.

CASUAL LIVING U.S.A. HOLDING, INC.

By:

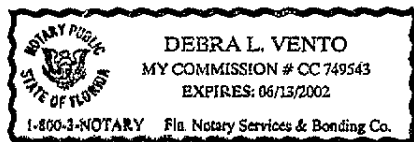
Robert M. Franzblau, President

By:

Charles (Carlo) A. Franzblau, Secretary

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 1 day of November, 1999, by Robert M. Franzblau and Charles (Carlo) A. Franzblau, President and Secretary, respectively, of Casual Living U.S.A. Holding, Inc., a Florida corporation, on behalf of the corporation.



Debra L. Vento
Print Name: Debra L. Vento

"Notary Public"

My Commission Expires: 6/13/2002