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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

ELEMENTS SWIM & ACTIVE WEAR LLC

(Present Name)
(A Florida Limited Liability Company)

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FIRST: The Articles of Organization were filed on 06/15/2004 and assigned
document number L04000044812.


SECOND: This amendment is submitted to amend the following:

NEW NAME:

ELEMENTS SWIM & ACTIVE WEAR II, LLC

Dated NOVEMBER 19, 2007.





Signature of a member or authorized representative of a member

MARISOL ZAPATA

Typed or printed name of signee