L05000000050

(Re	equestor's Name)	
(Ac	ldress)	
(Ac	idress)	
(Ci	ty/State/Zip/Phone	e #)
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CHARMING SHOPPES, INC.

450 WINKS LANE, BENSALEM, PA 19020

DIRECT DIAL: 215.638.6986 FACSIMILE: 215.638.6919

February 27, 2006

Florida Department of State Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Articles of Amendment

To Whom It May Concern:

Enclosed please find Check #745489 in the amount of \$375.00. This check represents payment for the Articles of Amendment which are attached for each entity listed below.

Entity Name	State ID #
Catherines #5069, LLC	L05000000050
Catherines #5567, LLC	L05000051519
Lane Bryant #4500, LLC	L05000104589
Lane Bryant #4507, LLC	L05000092755
Lane Bryant #4508, LLC	L05000106280
Lane Bryant #4524, LLC	L05000106681
Lane Bryant #6078, LLC	L04000076799
Lane Bryant #6353, LLC	L04000076800
Lane Bryant #6474, LLC	L04000082111
Lane Bryant #6652, LLC	L05000013915
Lane bryant #6668, LLC	L04000048237
Lane Bryant #6681, LLC	L04000056359
Lane Bryant #6708, LLC	L05000030301
Lane Bryant #6901, LLC	L04000082110
Lane Bryant #6960, LLC	L05000098949

Please return all evidence to my attention at 450 Winks Lane, Bensalem, PA 19020

If you have any questions regarding these filings, please do not hesitate to contact me.

Very truly yours,

CHARMING SHOPPES, INC.

Tina Louise Grodziski

Corporate Paralegal

Enclosure

COVER LETTER

TO: Registration Division of	on Section f Corporations				
SUBJECT: Cathe	erines #5069, LLC				
(Name of Limited Liability Company)					
	les of Amendment and fee(s		_		
Please return all con	rrespondence concerning th	nis matter to the	following:		
	TINA LOUISE GRODZ	ISKI			
		(Name	of Person)		
	CHARMING SHOPPES				<u></u>
		(Firm/C	Company)		
	450 WINKS LANE				
		(Ada	iress)		
	BENSALEM	PA	19020		
		(City/State a	nd Zip Code)		
For further information	tion concerning this matter,	, please call:			
TINA LOUISE GRODZISKIat e		_at (215)	638-6986	elephone Number)	
	(Name of Person)		(Area Code	& Daytime T	elephone Number)
Enclosed is a check for	or the following amount:				
\$25.00 Filing Fee	\$30.00 Filing Fee Certificate of St		\$55.00 Filing Fee & Certified Copy (additional copy is en	nclosed)	\$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:

Registration Section
Division of Corporations P.O. Box 6327 Tailahassee, FL 32314

STREET/COURIER ADDRESS: Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

FILED

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SECRETARIES FRANCE
[ALLAHASSE FRANCE]

	TALLAHASSEE, FLORIDA
CATHERINES #5069, LLC	LOMDA
(Present Name) (A Florida Limited Liability Company)	

FIRST:	RST: The Articles of Organization were filed on and as document number L05000000050			
SECOND:	This amendment is submitted to amend the following: ARTICLE IV is to be amended as follows: "THE NAME AND ADDESS OF EACH MANAGER OR MANAGING MEMBER IS AS FOLLOWS:			
	MGR	CATHERINES, INC., 450 WINKS LANE, BENSALEM, PA 19020		
Dated	JANUARY 3	<u>2006</u>		
	1			
	Signat	ture of a member or authorized representative of a member		
		THOMAS M. SMITH, VICE PRESIDENT		
		Typed or printed name of signee		

Filing Fee: \$25.00