

L 11000058897

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION
OF
CLOTHES MENTOR OF NAPLES, LLC**

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Clothes Mentor of Naples, LLC (the "Company"), a limited liability company organized and existing under the laws of the State of Florida, pursuant to Articles of Organization filed on May 18, 2011, document number L11000058897, hereby certifies as follows:

The undersigned, being an authorized representative of the Member of the Company, in lieu of a special meeting, adopts the following resolution amending the Articles of Organization:

RESOLVED, that Article 1 of the Articles of Organization filed with the Secretary of State of the State of Florida be amended to read in its entirety as hereinafter set forth:

"ARTICLE 1. NAME

The name of this limited liability company is Clothes Closet of Naples, LLC (the "Company"), and it shall be formed as a Florida limited liability company under Chapter 608, Florida Statutes."

WHEREUPON, at Fort Myers, Florida, this 23rd day of June 2011, the undersigned executed this Amendment to the Articles of Organization.

Clothes Mentor of Naples, LLC, a Florida limited liability company

By: _____

Kevin A. Kyle, its Authorized Representative