

701000001969

Albert J. Derbes, III

THE DERBES LAW FIRM, L.L.C.

ATTORNEYS AT LAW
NOTARIES PUBLIC
3027 RIDGELAKE DRIVE
POST OFFICE BOX 8176
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NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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amendment
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701000001969

THE DERBES LAW FIRM, L.L.C.

ALBERT J. DERBES, III*¹
ALBERT J. DERBES, IV¹
ERIC J. DERBES^{1 2}
WILBUR J. "BILL" BABIN, JR.

ATTORNEYS AT LAW
NOTARIES PUBLIC

JULIA C. SPEAR
DEIRDRE C. BROWN
JEFFREY P. ROGYOM¹

*BOARD CERTIFIED TAX ATTORNEY
*LL.M. in TAXATION
¹ ALSO ADMITTED IN TEXAS
² ALSO ADMITTED IN WISCONSIN

MAILING ADDRESS:
P.O. BOX 8176
METAIRIE, LOUISIANA 70011-8176

PHYSICAL ADDRESS:
3027 RIDGELAKE DRIVE
METAIRIE, LOUISIANA 70002

TELEPHONE: 504-837-1230
FACSIMILE: 504-837-2214

www.derbeslaw.com

****FACSIMILE TRANSMISSION****

DATE: September 11, 2002

TO: Florida Secretary of State

ATTN: Diane

FAX NO.: 1-850-410-1015

FROM: Vicki J. Fassler

RE: Adopt-A-Bear Factory, L.L.C. - Name Change to
Wacky Bear Factory, L.L.C.

OUR FILE: 2361-1

NUMBER OF PAGES BEING TRANSMITTED: (INCLUDING COVER SHEET) 3

Dear Diane:

As per our conversation, please find attached Articles of Amendment to Articles of Organization for Adopt-A-Bear Factory, L.L.C. changing the name to Wacky Bear Factory, L.L.C.

Thank you

Vicki

NOTICE OF CONFIDENTIALITY

This facsimile communication and the documents accompanying it may contain information that is intended only for the recipient named and may be confidential and subject to the attorney-client privilege. If you are not the intended recipient, you are hereby notified that you have received this facsimile in error, and that any review, dissemination, distribution or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone (call collect at 504-837-1230) to make arrangements for returning the original facsimile to us.

If there are any problems incurred while receiving this document, please call Vicki Fassler (504) 837-1230.
Thank you.



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 6, 2002

ALBERT J. DERBES, III
THE DERBES LAW FIRM, L.L.C.
P.O. BOX 8176
METAIRIE, LA 70011-8176

SUBJECT: ADOPT-A-BEAR FACTORY, L.L.C.
Ref. Number: M01000001969

We have received your document for ADOPT-A-BEAR FACTORY, L.L.C. and your check(s) totaling \$30.00. However, the document has not been filed and is being retained in this office for the following:

We need the certificate to show the name change from one to the other. If you can not obtain a certificate of status showing that you can submit a certified copy of the amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 302A00051458

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Adopt-A-Bear Factory, L.L.C.
2. Jurisdiction of its organization: Louisiana
3. Date authorized to do business in Florida: 08/21/01

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 08/09/02
5. New name of the limited liability company: Wacky Bear Factory, L.L.C.
6. If the amendment changes the period of duration, indicate new period of duration: _____
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: _____
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: _____
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of a member or the authorized
representative of a member

J. Darrell Brewer

Typed or printed name of signee

Filing Fee: \$25.00

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02 SEP 11 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA

State of Louisiana

Jox McKeithen

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

WACKY BEAR FACTORY, L.L.C.

A LOUISIANA limited liability company domiciled at HOUMA,

Filed charter and qualified to do business in this State on
May 26, 2000,

I further certify that the records of this Office indicate
the company has paid all fees due the Secretary of State
and so far as the Office of the Secretary of State is
concerned, is in good standing and is authorized to do
business in this State.

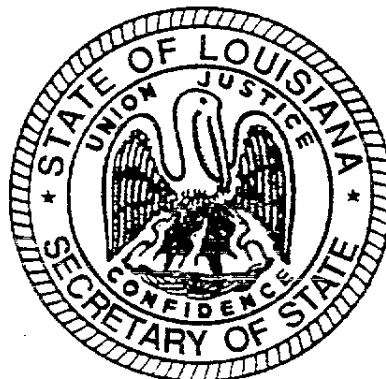
I further certify that this certificate is not intended
reflect the financial condition of this company since the
information is not available from the records of this
Office.

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

August 9, 2002

Jox McKeithen

BFR 34946637K
Secretary of State



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02 SEP 11 PM 12:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
ADOPT-A-BEAR FACTORY, L.L.C.**

FOX MCKEITHEN
Secretary of State
Received & Filed
DATE AUG 09 2002

By resolution dated 6 August 2002, the members of Adopt-A-Bear Factory, L.L.C. have by unanimous consent resolved to change the name of the company to WACKY BEAR FACTORY, L.L.C. effective upon filing with the Secretary of State.

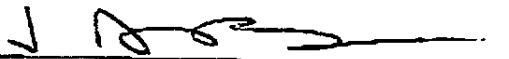
J. Darrell Brewer, a member of the company, was authorized by the members to execute such documents and take such action as may be necessary to effectuate the change of name of the company.

Article I of the Articles of Organization of Adopt-A-Bear Factory, L.L.C. is hereby changed to read in its entirety:

"ARTICLE I, NAME The name of the limited liability company is WACKY BEAR FACTORY, L.L.C."

No other changes have been made to the Articles of Organization by resolution of the members.

Executed this 6th day of August, in the year 2002.


J. Darrell Brewer

ACKNOWLEDGMENT

STATE OF LOUISIANA

PARISH OF TERREBONNE

BE IT KNOWN, that on this 6th day of August, 2002, before me, the undersigned authority, duly commissioned, qualified and sworn within and for the State and Parish aforesaid, personally came and appeared:

J. Darrell Brewer

to be known to be the identical person who executed the above and foregoing Articles of Amendment, who declared and acknowledged to me, Notary, in the presence of the undersigned competent witnesses, that he executed the above and foregoing Articles of Amendment of his own free will, as his own act and deed for the use, purposes and benefits therein expressed.

WITNESSES:

Kendra Robichaux

J. Darrell Brewer
J. Darrell Brewer

Leland J. Nal, Jr.

Albert J. Derbes, III
NOTARY PUBLIC

ALBERT J. DERBES, III
NOTARY PUBLIC, Jefferson Parish, La.
My commission is for life.