

GREENBERG
ATTORNEYS AT LAW
TRAURIG

Beth Gdanski
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N 97000005339

January 18, 1999

Florida Department of State
Corporate Records Bureau
409 East Gaines Street
Tallahassee, Florida 32301

600002755346--4

-01/26/99-01079-001

*****35.00 *****35.00

Re: Sack It To You, Inc.

Ladies and Gentlemen:

Enclosed are an original and one copy of the Amendment to Articles of Incorporation of Sack It To You, Inc., a Florida non-profit corporation, along with a check payable to the Department of State in the amount of \$35.00 for the filing fee.

Please stamp the extra copy of the Amendment with the date filed and return the file stamped copy to the attention of the undersigned in the enclosed envelope.

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

Very truly yours,

Amend
2-1-99
BKS

Beth Gdanski

Beth Gdanski
Legal Assistant

FILED
99 JAN 26 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures

WPB/GDANSKIB/209033/4h@h011.DOC/1/15/99/99999.361319

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
SACK IT TO YOU, INC.

FILED
99 JAN 26 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is Sack It To You, Inc.

2. The Articles of Incorporation of the Corporation are hereby amended by striking out ARTICLE XIII - DISSOLUTION thereof and by substituting in lieu of said Article the following new Article:

"ARTICLE XIII - DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose."

3. The amendment of the Articles of Incorporation of the Corporation herein certified has been duly adopted by the Written Consent of the Directors and the Members in Lieu of a Special Meeting dated December 18, 1998, in accordance with the provisions of Sections 617.0821 and 617.0701 of the Florida Statutes.

SACK IT TO YOU, INC.

Dated: December 18, 1998

By Shelley Marcus
Shelley Marcus, President