

P010000016321

March 1, 2001

Florida Dept. Of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY -8 PM12:25

Subj: Amendment for ROYAL'S BEACHWEAR, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Amendment to Articles of Incorporation for the subject corporation.
2. A check in the amount of \$35.00 to cover the filing fees for the Amendment to the existing Articles.

Kindly acknowledge filing of this Amendment to the Articles of incorporation, in compliance with Florida law and return the certified copy of the Amendment to the Articles of Incorporation to the undersigned at Atlantic Legal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937. (321) 773-2020

Thank you for your assistance in this matter.


MANSOOR KAHN

700003855547--3
-03/16/01--01034--003
*****35.00 *****35.00

Amend.

V. SHEPARD MAY 9 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 23, 2001

MANSOOR KAHN
ATLANTIC LEGAL SERVICES, INC.
1592 N. HWY. A1A
SATELLITE BEACH, FL 32937

SUBJECT: ROYAL'S BEACHWEAR, INC.
Ref. Number: P01000016321

We have received your document for ROYAL'S BEACHWEAR, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 701A00017738

RECEIVED
01 MAY - 8 AM 10:12
DIVISION OF CORPORATIONS

AMENDMENT TO ARTICLES
TO
ARTICLES OF INCORPORATION
OF

ROYAL'S BEACHWEAR, INC.

FILED
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ARTICLE I

The name of the Corporation is ROYAL'S BEACWEAR, INC., was duly
incorporated as February 12, 2001 by the State of Florida.

ARTICLE VII

The name and address of each of the officers of the Corporation is as follows:

KHWAJA AZEEM SHAH, President, Vice President, Secretary, Treasurer
3418 Greenhouse Parkway
Alpharetta, GA, 30022

ARTICLE VII

The name and address of the directors of the Corporation is as follows:

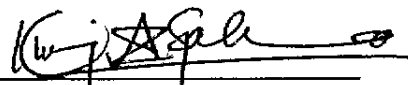
KHWAJA AZEEM SHAH
3418 Greenhouse Parkway
Alpharetta, GA 30022

MANSOOR KHAN has resigned as Registered Agent effective immediately and
STEVEN K. SACCHITEELA has accepted the designation as Registered Agent. The
Resignation and Acceptance are attached.

The Director and Shareholder of the Corporation adopted this amendment on March 1, 2001 at their Special Meeting.

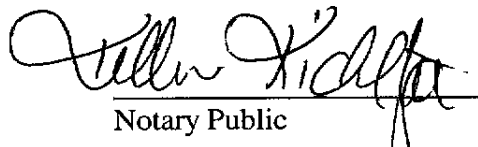
The effective date of the adoption by the Directors, Shareholders and Officers of the above mentioned Amendments was March 1, 2001. All other Articles remain unchanged.

IN WITNESS WHEREOF, the undersigned has executed this Amendment on the 5th day of April in 2001, X.


KHWAJA AZEEM SHAH,
President, Vice President,
Secretary, Treasurer

STATE OF Georgia
COUNTY OF Fulton

Before me personally appeared KHWAJA AZEEM SHAH, who have SWORN TO AND SUBSCRIBED before me this 5th day of April, 2001 to be the person who executed this Amendment, and he acknowledged before me that he executed this Amendment for ROYAL'S BEACWEAR, INC., on behalf of the Corporation and have presented GADL#057386101 as identification.


Notary Public
Kellie Kicklighter, Notary Public
Forsyth County, Georgia
My Commission expires June 18, 2001

DESIGNATION
AS
REGISTERED AGENT


FILED
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01 MAY -8 PM 12:25

In compliance with Section 48.091, and Section 607.034,
Florida Statutes, the following is submitted:

That ROYAL'S BEACHWEAR, INC.,, a corporation file February,
12,2001 under the laws of the State of Florida, with its
principal office at 160 E. Cocoa Beach Cswy., Cocoa Beach,
Brevard County, Florida 32931, has named STEVEN K. SACCHITELLA,
located at 160 E. Cocoa Beach Cswy., Brevard County, Florida 32931
as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity,
and agrees to comply with the provisions of Florida law
relative to keeping the designated office open.



STEVEN K. SACCHITELLA
Registered Agent