Burlington Coat Factory

(609) 387-7800 FAX: (609) 239-9675

1830 ROUTE 130 · BURLINGTON, NEW JERSEY 08016 · 2996

October 4, 2002

Florida Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 600008314246---7 -10/10/02--01088--003 ******70.00 ******35.00

Re: Articles of Amendment to Articles of Incorporation

MGM Designer Shoes of Ft. Myers, Inc. MGM Designer Shoes of Brandon, Inc.

Dear Sir or Madam:

Enclosed please find a one (1) original and one (1) copy of the Certificates of Amendment to the Certificate of Incorporation for each of the above-reference corporations along with a check in the amount of \$70 representing the filing feet Upo filing, please return the copy stamped "filed" to:

Caroline E. de Rooy C/o Burlington Coat Factory Warehouse Corporation 1830 Route 130 North Burlington, New Jersey 08016

If you have any questions, please call me at 609-387-7800 extension 2212. Thank you in advance for your assistance.

Caroline E. de Rooy

Paralegal

Enclosures

1005/02

X00789,00547,00544,00671



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

October 14, 2002

Caroline E. de Rooy **Burlington Coat Factory** 1830 Řoute 130 Burlington, NJ 08016-2996

SUBJECT: MGM DESIGNER SHOES OF FT. MYERS, INC.

Ref. Number: P01000117628

We have received your document for MGM DESIGNER SHOES OF FT. MYERS, INC. and your check(s) totaling \$70.00. 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.

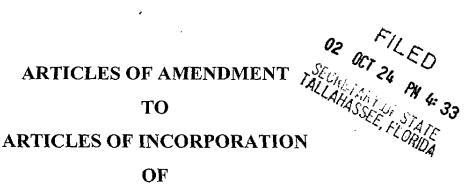
The name and title of the person signing the document must be noted beneath or opposite the signature.

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) 245-6907.

Annette Ramsey Document Specialist

Letter Number: 102A00057327



MGM DESIGNER SHOES OF FT. MYERS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Article FIRST of the Articles of Incorporation is amended to read as follows:

FIRST: the name of the corporation is:

action was not required.

MJM DESIGNER SHOES OF FT. MYERS, INC.

ihe	creafter duly adopted by the shareholders of the corporation on the <u>f</u> of <u>katember</u> , 2002;
TF	IIRD: Adoption of Amendment(s) (CHECK ONE)
প্র	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
Th	The amendment(s) was/were approved by the shareholders through voting groups. e following statement must be separately provided for each voting group entitled to vote separately on the endment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by
	(Voting Group)
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder

Signed this and day of Od- 2002.
Signature Danl Dans
(By the Chainnan or Vice Chainnan of the Board of Directors. President or other officer if adopted by the shareholders) Paul Tung, Executive Vice President OR
(By a director if adopted by the directors)
OR (By an incorporator if adopted by the incorporators)
(printed name)

(Title)