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DENNIS SCHOLL, P.A.

ANDREA P. SOCOL

January 28, 2002

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB -1 AM 11:40

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of 58TH ST WAREHOUSE, INC.

Dear Sir:

Enclosed are duplicate originals of Articles of Amendment to Articles of Incorporation, to be filed with the Florida Secretary of State. Also enclosed is my check in the amount of \$35.00, representing your filing fee. Please have the Articles of Amendment to Articles of Incorporation filed, and forward me written confirmation of the same.

Very truly yours,


JEFFREY C. ROTH

JCR:gkm
ENCLS.

cc: Mr. Joseph G. Moretti, Jr. (with encls.)

N/C
V SHEPARD FEB 5 2002

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
58TH STREET WAREHOUSE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 FEB -1 AM 11:40

By unanimous vote of the Board of Directors and Shareholders of 58TH STREET WAREHOUSE, INC., a Florida corporation, on January 17, 2002, originally incorporated on January 16, 2002, said Corporation does hereby, pursuant to Florida Statutes, Section 607.1001 and 607.1006, amend the existing Articles of Incorporation, in the following respect:

ARTICLE I NAME is hereby deleted in its entirety and the following provision is inserted in lieu thereof:

ARTICLE I
NAME

The name of the corporation is 58TH ST WAREHOUSE, INC.

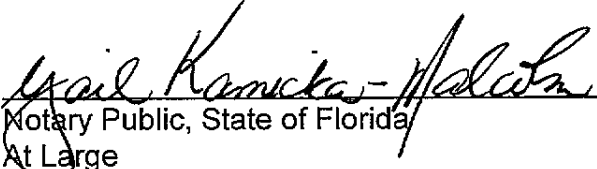
The number of votes cast for the amendment by the Shareholders was sufficient for approval.

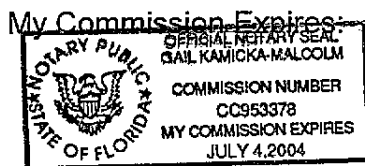
Dated at Miami, Florida, as of this 28th day of January, 2002.


Jeffrey C. Roth - Incorporator.

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

28th The foregoing instrument was sworn to, subscribed and acknowledged before me this day of January, 2002 by Jeffrey C. Roth, who is personally known to me and who did take an oath.


Notary Public, State of Florida
At Large



Notary's printed name & address:
Gail Kamicka-Malcolm
c/o Roth & Scholl
1500 San Remo Avenue, Suite 176
Coral Gables, FL 33146