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COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORPORATION: Battaglia	Shoes & Accessories of Florida, Inc.	
DOCUMENT NUMBER: P0400086		
The enclosed Articles of Amendment and fee are	e submitted for filing.	
Please return all correspondence concerning this	matter to the following:	
Alex Espenkott	er, Esq.	
	Name of Contact Person	
Heller, Waldma	n P.L.	
	Firm/ Company	
3250 Mary Stre	eet, Suite 102	
	Address	
Coconut Grove, FL 33133		
	City/ State and Zip Code	
hannagina@bellso	uth.net	
· · · · · · · · · · · · · · · · · · ·	e used for future annual report notification)	
For further information concerning this matter, p	lease call:	
Gina Hanna	at (305) 252-7463	
Name of Contact Person	Area Code & Daytime Telephone Number	
Enclosed is a check for the following amount ma	ade payable to the Florida Department of State:	
■ \$35 Filing Fee □\$43.75 Filing Fee Certificate of Statu	-	
Mailing Address Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street Address Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301	

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

BATTAGLIA SHOES & ACCESSORIES OF FLORIDA, INC.

- 2812 JUL 2 PHIE: 34 1. The name of the corporation is BATTAGLIA SHOES & ACCESSORIES OF FLO INC. (the "Corporation").
- 2. The date of filing of the Articles of Incorporation of the Corporation with the Secretary of State of the State of Florida was 06/03/2004, under Document Number P04000086910.
- 3. These Articles of Amendment to Articles of Incorporation of the Corporation, as amended, have been duly authorized and directed by Written Consent of the Shareholders of the Corporation dated the zoth day of June, 2012, and the number of votes cast for the amendment was sufficient for approval.
- 4. The Articles of Incorporation of the Corporation are hereby amended by deleting Article IV of the original Articles of Incorporation to the Corporation, as amended, and to substitute in lieu thereof the following new provisions:

"ARTICLE IV CAPITAL STOCK

"The total number of shares of all classes of Common Stock which the Corporation shall have authority to issue is One Thousand (1,000), each share having a par value of One Dollar (\$1) per share, which stock shall be comprised of two classes, the first of which are Class "A" Voting designated common stock (the "Class A Voting Common Stock"), and the second of which are Class "B" Non-Voting designated common stock (the "Class B Non-Voting Common Stock")."

- 5. All other provisions of the Articles of Incorporation of the Corporation, as amended, shall remain in full force and effect without any modification thereof.
- 6. These Articles of Amendment has been duly authorized and directed by the Written Consent of the Shareholders of the Corporation dated the **ZO**^A day of June, 2012.

Sonia C. Hazma