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BASIC AMENDMENT

IPANEMA JEANS, INC

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FALLAHASSEE, FLORIS.

## ARTICLES OF AMENDMENT

TO

## ARTICLES OF INCORPORATION

## IPANEMA JEANS, INC

Pursuant to section 607-1006, Florida Status, the Undersigned Corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The name of the corporation is IPANEMA JEANS, INC

SECOND: The corporation adopted the following amendment to the articles of incorporation:

ARTICLE I: The new name of the corporation is: RIO JEANS, INC

THIRD: The amendment was adopted by all shareholders of the corporation on the 22 DAY OF FEBRUARY 2005.

ANTONIO D PRESIDENT