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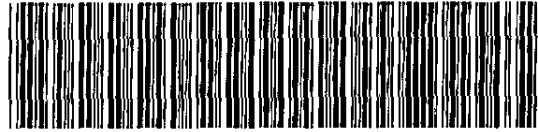
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Name Change
&
Amendment

07/15/05

Dr

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BISCAYNE APPAREL, INC.

(Present Name)

P05000095915

(Document Number of Corporation (If known))

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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: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

1. RESOLVED THAT THE NAME OF THE CORPORATION BE CHANGED TO EL APPAREL, INC.

2.] RESOLVED THAT THE ISSUED AND OUTSTANDING SHARES BE CONSOLIDATED ON A ONE (1) NEW FOR ONE THOUSAND (1000) OLD BASIS.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: July 8, 2005

FOURTH: Adoption of Amendment(s) (CHECK ONE)

X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(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 action was not required.

Signed this day of 8 day of JULY, 2005 .

Signature: _____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.)

DAVID DUNCAN

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35