



THE UNITED STATES
CORPORATION
COMPANY

P06544

ACCOUNT NO. : 072100000032

REFERENCE : 484588 4304990

AUTHORIZATION :

Patricia Pijet

COST LIMIT : \$ 35.00

ORDER DATE : August 4, 1997

ORDER TIME : 11:03 AM

ORDER NO. : 484588-035

CUSTOMER NO: 4304990

CUSTOMER: Joanne Mckenna, Legal Asst.
Ropes & Gray
One International Pl
Room 520
Boston, MA 02110

Name
Change
Amend
300002267333--6

FILED
97 AUG 20 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: TOTES INCORPORATED

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

RECEIVED
97 AUG 14 PM 12:17
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

402250, 00641, 00672



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 15, 1997

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: 'TOTES' INCORPORATED
Ref. Number: P06544

RESUBMIT

Please give original
submission date as file date.

We have received your document for 'TOTES' INCORPORATED and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan
Corporate Specialist

Letter Number: 397A00041509

RECEIVED
97 AUG 20 PM 12:12
TALLAHASSEE, FLORIDA

PROFIT CORPORATION

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

FILED
97 AUG 20 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I

(1-3 must be completed)

1. totes incorporated
Name of corporation as it appears on the records of the Department of State.
2. Ohio
Incorporated under the laws of
3. 4/9/24
Date authorized to do business in Florida

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? August 1, 1997
5. totes Isotoner Corporation
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction


Signature
DOUGLAS P. GERNERT
Typed or printed name

August 1, 1997
Date
President
Title

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.

}

I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show Certificate of AMENDMENT of "TOTES" INCORPORATED, an Ohio Corporation, Charter No. 111420, changing its corporate title to: TOTES ISOTONER CORPORATION, was filed August 1, 1997, of the Records of Incorporation. Said corporation, TOTES ISOTONER CORPORATION, an Ohio Corporation, Charter No. 111420, having its principal location in Loveland, County of Hamilton, was incorporated on April 9, 1924, is currently in GOOD STANDING upon the records of this office.



WITNESS my hand and official
seal at Columbus, Ohio this
19th day of August, A.D. 1997

Bob Taft

Bob Taft
Secretary of State