THE LAW FIRM OF

P93000009885 Neil G. Frank Steven W. EFFMAN STEVEN A. WEINBERG Neil G. Frank Steven W. EFFMAN STEVEN A. WEINBERG

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EDMUND M. ARISTONE, JR.
BRUCE HURWITZ

June 30, 1998

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314 700002580637--6 -07/06/38--01067--018 *****35.00 ******35.00

RE: RAINBOW EMBROIDERY DESIGNS, INC.

Dear Sir/Madam:

With respect to the above-referenced company, enclosed herein please find Articles of Amendment which are to be filed. This Firm's check in the sum of \$35.00 is enclosed herein.

Please provide the undersigned with proof of filing upon completion.

Thank you for your attention to this matter. Should you have any questions, please feel free to contact us.

Very truly yours,

FRANK, EFFMAN, WEINBERG & BLACK, P.A.

BRUCE HURWITZ, ESQUIRE

For the Firm

BH/lbw enclosures secstate 98 JUL -6 AM 8: 27
SECRETARY OF STATE
SECRETARY OF STATE

N/C Amend

JD 1/16

8000 PETERS ROAD • PLANTATION, FL 33324 BROWARD (954) 474-8000 • FAX (954) 474-9850

ARTICLES OF AMENDMENT

OF

RAINBOW EMBROIDERY DESIGNS, INC.



- The name of the Corporation is Rainbow Embroidery Designs, Inc.
- 2. Article I of the Articles of Incorporation of the Corporation is amended in its entirety to read as follows:

ARTICLE I

NAME

The name of this Corporation shall be:

Shlomo Cohen Holdings, Inc.

3. By Action by Unanimous Written Consent of the Directors and Shareholders dated May 20, 1998, the Board of Directors and Shareholders of the Corporation approved these Articles of Amendment and that the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 29 day of June, 1998.

RAINBOW EMBROIDERY DESIGNS, INC.

By:

Name: Shlomo Cohen

Title: President