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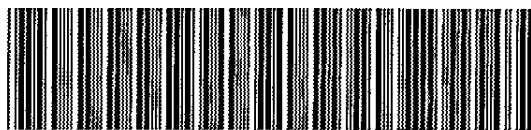
(Business Entity Name)

(Document Number)

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02 NOV -7 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLA 32301

Handwritten signature

**Burlington
Coat Factory**
WAREHOUSE CORPORATION

(609) 387-7800
FAX: (609) 239-9675

1830 ROUTE 130 • BURLINGTON, NEW JERSEY 08016 • 2996

November 6, 2002

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

**Re: Articles of Amendment to Articles of Incorporation
Burlington Coat Factory Warehouse of Hilaleah, Inc.**


Dear Sir or Madam:

Enclosed please find a one (1) original and one (1) copy of the Certificate of Amendment to the Certificate of Incorporation for the above-referenced corporations along with a check in the amount of \$35 representing the filing fee. Upon filing, please return the copy stamped "filed" to:

Caroline E. de Rooy
C/o Burlington Coat Factory Warehouse Corporation
1830 Route 130 North
Burlington, New Jersey 08016

If you have any questions, please call me at 609-387-7800 ext. 2212. Thank you in advance for your assistance.

Very truly yours,


Caroline E. de Rooy
Paralegal

Enclosures

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

BURLINGTON COAT FACTORY WAREHOUSE OF HIALEAH, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Article FIRST of the Articles of Incorporation is amended to read as follows:

FIRST: the name of the corporation is:

BURLINGTON COAT FACTORY WAREHOUSE OF HIALEAH, INC.

SECOND: The amendment to the certificate of incorporation was approved by the directors and thereafter duly adopted by the shareholders of the corporation on the 6th of November, 2002;

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

☒ 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}:

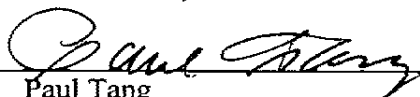
“The number of votes cast for the amendment(s) was/were sufficient
for approval by _____.”
(Voting Group)

☐ 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 6th day of November, 2002.

Signature _____



Paul Tang
Executive Vice President

OR

(By a director if adopted by the directors)

OR (By an incorporator if adopted by the incorporators)

(printed name)

(Title)