

DALE J. ABBOTT
CERTIFIED PUBLIC ACCOUNTANT

June 5, 1997

P97 000003 764

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Amendments to Articles of Incorporation
Happy Soles/Birkenstock, Inc.

Dear Department:

200002208232--3
-06/11/97--01008-001
*****35.00 *****35.00

Enclosed you will find the duly executed Articles of Amendment to Articles of Incorporation of Happy Soles/Birkenstock, Inc. as of May 1, 1997.

The principal street and mailing address has changed along with a change in the shareholders from two to one. No longer is James P Spies a shareholder.

Enclosed you will also find a check in the amount of \$35.00 to cover the amendment fees.

Please do not hesitate to contact me if you require any additional information.

Sincerely,

Dale J. Abbott
Dale J. Abbott

enc.

cc: Peggy Freeman

*Sandy Williams authorized
to take initial out of
document and shareholder.*

FILED
97 JUN 11 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*amend
LFT
6-20-97*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

97 JUN 11 AM 9:32

HAPPY SOLES/BIRKENSTOCK, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

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)*

ARTICLE I

Section 1.2. The street address and mailing address of the principal office of the corporation is changed to: 1474 West Granada Blvd., Ormond Beach, FL. 32174.

ARTICLE VI

Section 6.2. The ~~initial~~ directors have changed to: Peggy Freeman, 1474 West Granada Blvd., Ormond Beach, FL. 32174. James P. Spies has been deleted.

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: May 1, 1997

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

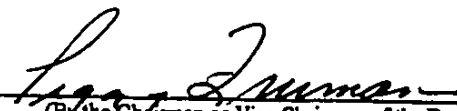
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 3rd day of June, 19 97

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Peggy Freeman

Typed or printed name

President

Title