

CONTACT

OFFICE USE ONLY (Document #)

P97000080062

UCC FILING & SEARCH SERVICES

(Requestor's Name)

526 EAST PARK AVENUE SUITE 200

(Address)

TALLAHASSEE FL 32301

(904) 681-6528

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

600002308626--1

-10/01/97--01063--002

*****35.00 *****35.00

1

F. F. Fashion Village Inc.

(Corporation Name)

(Document #)

2

(Corporation Name)

(Document #)

3

(Corporation Name)

(Document #)

4

(Corporation Name)

(Document #)

RUSH☒ Walk In☐ Pick Up Time☐ Mail Out☐ Will Wait☐ Photocopy☐ Certified Copy☐ Certificate of Status☐ Certificate of Good Standing☐ ARTICLES ONLY☐ ALL CHARTER DOCS☐ Certificate of FICTITIOUS NAME☐ FICTITIOUS NAME SEARCHED☐ CORP SEARCH

NEW FILINGS

<input type="checkbox"/> Profit
<input type="checkbox"/> NonProfit
<input type="checkbox"/> Limited Liability
<input type="checkbox"/> Domestication
<input type="checkbox"/> Other

AMENDMENTS

<input checked="" type="checkbox"/> Amendment
<input type="checkbox"/> Resignation of R A, Officer/Director
<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Dissolution/Withdrawal
<input type="checkbox"/> Merger

OTHER FILINGS

<input type="checkbox"/> Annual Report
<input type="checkbox"/> Fictitious Name
<input type="checkbox"/> Name Reservation

REGISTRATION/QUALIFICATION

<input type="checkbox"/> Foreign
<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Reinstatement
<input type="checkbox"/> Trademark
<input type="checkbox"/> Other

HOLD FOR
PICKUP BY
UCC SERVICES

Examiner's Initials

97 OCT -1 PM 3:27
SECRETARY OF STATE
TALLAHASSEE FL 32301*Jon Amend*

**ARTICLES OF AMENDMENT
OF
F.F. FASHION VILLAGE, INC.**

FILED

97 OCT -1 PM 3:27

The undersigned officer of F.F. Fashion Village, Inc., a Florida corporation (the "Corporation") delivers these Articles of Amendment in order to amend the Articles of Incorporation of the Corporation filed September 15, 1997 with the Florida Department of State (the "Articles").

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the Corporation is F.F. FASHION VILLAGE, INC.

ARTICLE II


Article NINTH of the Articles is amended by amending and restating the first clause of Paragraph 2 thereof to read in its entirety as follows:

For so long as that certain acquisition loan in the original principal amount of \$3,950,000 from Holliday Fenoglio, L.P. as the original lender to the Partnership (the "Acquisition Loan") is outstanding, the Corporation shall not:

ARTICLE III

The joint resolution of all of the Shareholders and Directors of the Corporation approving this Amendment was adopted on the 30th day of September, 1997.

Executed this 30th day of September, 1997.



Michael D. Rubin
President of F.F. Fashion Village, Inc.