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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT FAX #: (305)541-3770
PHONE: (305)541-3694

NAME: MIAMI ACTIVEWEAR DISTRIBUTION INC.
AUDIT NUMBER.....H98000018724
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 3
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

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October 8, 1998

MIAMI ACTIVEWEAR DISTRIBUTION INC.
3400B NW 74TH AVENUE
MIAMI, FL 33122

SUBJECT: MIAMI ACTIVEWEAR DISTRIBUTION INC.
REF: P98000062615

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The date of adoption of each amendment must be included in the document.

The notary paragraph state that THE UNDERSIGNED AUTHORITY, THIS DAY PERSONALLY APPEARED GLENN CHAMANDY, AS PRESIDENT OF Gildan Activewear Distribution Inc., A FLORIDA CORPORATION..... The corporate name shown in this paragraph is incorrect. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

H98000018724


ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MIAMI ACTIVEWEAR DISTRIBUTION INC.

98 OCT -9 AM 10:55
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Corporate Resolution No. 1 dated September 15, 1998, the undersigned officer/director of MIAMI ACTIVEWEAR DISTRIBUTION INC., a corporation organized under the laws of the State of Florida on July 16, 1998, hereby amends the Articles of Incorporation of MIAMI ACTIVEWEAR DISTRIBUTION INC., as follows:

1. The name of the corporation shall be changed to: GILDAN ACTIVEWEAR MIAMI, INC.
2. The name change shall be effective as of September 15, 1998.
3. No shareholder approval is necessary to adopt this resolution.

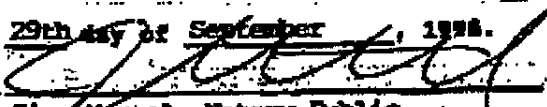
IN WITNESS WHEREOF, I have hereunto set my hand and seal at Montreal, Province of Quebec, Canada this 29th day of September, 1998.

By: 
President/Director

PROVINCE OF QUEBEC)
) SS:
DISTRICT OF MONTREAL)

BEFORE ME, the undersigned authority, this day personally appeared Glenn Chamandy, as President of Miami Activewear Distribution Inc., a Florida corporation who is personally known to me or who produced _____ as identification, and who did not take an oath, to be the individual described in and who executed the foregoing instrument, and that he acknowledged before me that he signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Montreal, Province of Quebec, Canada this 29th day of September, 1998.


Glenn Mirtel, Notary Public
Montreal, Quebec (Canada)

My commission expires:

Nathan I. Lader, Esq.
5200 Blue Lagoon Dr., #600
Miami, Florida 33126
(305) 267-9200
Florida Bar #0168606

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CORPORATE RESOLUTION NO. 1

MINUTES OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF MIAMI ACTIVEWEAR DISTRIBUTION INC., HELD ON SEPTEMBER 15, 1998, AT 10:00 A.M., AT 3400B N. W. 74TH AVENUE, MIAMI, FLORIDA 33122

Greg Chamandy, Chairman of the meeting, called the meeting to order and Shirley Chamandy, Secretary of the meeting, declared that a quorum was present, and that the purpose of the meeting was to discuss the changing of the name of the corporation from MIAMI ACTIVEWEAR DISTRIBUTION INC. to GILDAN ACTIVEWEAR MIAMI, INC. After much discussion, it was unanimously decided, as follows:

RESOLVED, that the corporation change its name from MIAMI ACTIVEWEAR DISTRIBUTION INC. to GILDAN ACTIVEWEAR MIAMI, INC; and

RESOLVED, that any of the officers of the corporation be empowered to execute all documents and to do all other things necessary to effectuate the above resolution.

There being no further business to come before the meeting, it was, upon motion duly made, recorded and unanimously carried, adjourned.

Shirley Chamandy
Secretary (Shirley Chamandy)

H. Greg Chamandy
Chairman (H. Gregory Chamandy)

H. Greg Chamandy
Director (H. Gregory Chamandy)

WAIVER OF NOTICE OF MEETING

H. Greg Chamandy
Director (H. Gregory Chamandy)

Dated: SEPTEMBER 15, 1998

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