

P98000077327

3M SHOES INC.
3210 WEST BROWARD BOULEVARD
FT. LAUDERDALE FLORIDA 33312
SEPTEMBER 13, 1999
Tel. (954) 316-0766
Fax (954) 846-9316

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee Florida 32314

FILED
99 SEP 27 PM 5:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir Madam,

P98000077327

Please find enclosed an Articles of Amendment to Articles of Incorporation.

The Amendment is as follows:

Please change the name and address of our company from:

3M Shoes Incorporated
3210 West Oakland Park Boulevard
Fort Lauderdale Florida 33312

To:

400002998444--6
-09/27/99--01173--017
*****35.00 *****35.00

TeeShirt Warehouse Inc.
H291
1650 West Oakland Park Boulevard
Fort Lauderdale Florida 33311

RAY

RECEIVED
99 SEP 17 AM 8:12
DIVISION OF CORPORATIONS

*****Please note our mailing address is
1045 N. W. 125th Terrace
Sunrise, Florida 33323

Sincerely

NOEL HENRY

N/C

V. SHEPARD OCT 5 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 20, 1999

Noel Henry
3M Shoes, Inc.
1045 N.W. 125th Terrace
Sunrise, FL 33323

SUBJECT: 3M SHOES, INC.
Ref. Number: P98000077327

We have received your document for 3M SHOES, INC. and check(s) totaling \$90.00. However, your check(s) and document are being returned for the following:

The fee to file an amendment is \$35. I am returning your check for \$90 which was made payable to FPL. Please issue a check for \$35 made payable to the Department of State.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and title of the person signing the document must be noted beneath or opposite the signature.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 299A00045946

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
99 SEP 27 PM 5:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3m SHOES, INC.

3210 West Broward Blvd Ft. Lauderdale FL 33312
(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)

P98000077327

Please change the name of our company from:
3m shoes Inc. 3210 W. Broward Blvd Ft. Lauderdale FL 33312

TO: TEESHIRT WAREHOUSE Inc.
BAY H 291
1650 West Oakland Park Boulevard
Ft. Lauderdale Florida 33311

MAILING ADDRESS
1045 N. W. 125th Terrace
Sunrise Florida 33323

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:

9.15.99

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.

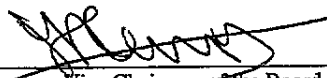
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"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 15 day of September, 19 99.

Signature  NOEL HENRY PRESIDENT
(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)

Typed or printed name

Title