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November 5, 1998

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

300002682123--8

-11/06/98-01054-008

\*\*\*\*195.00 \*\*\*\*\*35.00

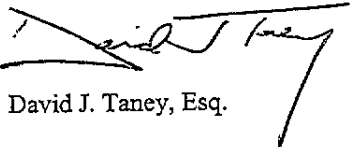
Re: Articles of Incorporation – Yamavir Shipping, Inc.  
Articles of Amendment to Articles of Incorporation – Lion Custom Brokers, Inc.  
Articles of Amendment to Articles of Incorporation – Apparel Shipping, Inc.

Dear Madam/Sir,

I am enclosing the documents set forth above along with a check for filing fees in the amount of \$195.00 (\$125 for the Articles of Incorporation and \$35 for each of the Articles of Amendment).

Please return the filed documents to me at your earliest convenience. If you should have any comments or questions during processing, kindly contact. Thank you for your assistance.

Sincerely,



David J. Taney, Esq.

FILED  
98 NOV -6 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P98000086948

Name Charge  
NET 11-9-98

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
APPAREL SHIPPING, INC.**

**FILED**  
**98 NOV -6 PM 2: 23**  
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:** Amendment adopted: *(indicate article number(s) being amended, added or deleted)*

Article 1 – The name of the corporation is hereby amended and changed to Apparel Distribution Services, Inc.

**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:

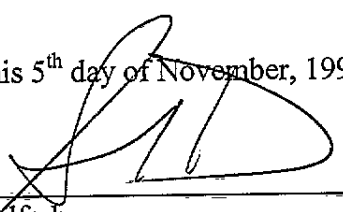
N/A

**THIRD:** The date of the amendment's adoption is November 5, 1998.

**FOURTH:** Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 5<sup>th</sup> day of November, 1998.

  
\_\_\_\_\_  
Gary Goldfarb  
Vice President