

P98000105441

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

1. _____
(Corporation Name) (Document #)
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<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input 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

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 15, 1999

LAW OFFICE OF CASWELL A. HART
P.O. BOX 310051
MIAMI, FL 33231

SUBJECT: TOP RANKING LEATHER CRAFT CREATIONS, INC.
Ref. Number: P98000105441

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TALLAHASSEE, FLORIDA

We have received your document for TOP RANKING LEATHER CRAFT CREATIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 999A00036415

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

TOP RANKING LEATHER CRAFT CREATIONS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)*

1. Amend ARTICLE I as follows:

a. Change the name of the corporation from

"TOP RANKING LEATHER CRAFT CREATIONS, INC." to

TOP RANKING LEATHER CRAFT CREATIONS & GENERAL
MERCHANDISE, INC."

SECOND: The amendment does not provide for any exchange, reclassification or cancellation of issued shares.

THIRD: The date of the amendment's adoption: June 15th, 1999.

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



The amendment(s) was/were adopted by the directors without shareholder action and shareholder action was not required.

Signed this day 22 of July 19 99

Signature: _____

Carroll A. Hart
Director and General Counsel