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BASIC AMENDMENT

BOOKS AND BOOKS OF LINCOLN ROAD, INC.

Certificate of Status	0
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BOOKS AND BOOKS OF LINCOLN ROAD, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, the Florida profit corporation hereby adopts the following articles of amendment to its articles of incorporation:

1. The name of this Corporation is Books and Books of Lincoln Road, Inc.
2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

**L
NAME**

The name of this corporation is Books & Books of Lincoln Road, Inc. (the "Corporation").

3. The amendment was approved by the sole shareholder on July 28, 1999, which vote was sufficient for the approval of these amendments.

Signed the 29th day of July, 1999.

By: 

Mitchell Kaplan, President

Prepared by:
Juan T. O'Naghten
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