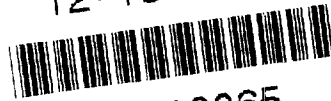


MND
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12-18-2001



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To the Honorable Assistant Secre
original document(s) or copy(ies)

Trademarks: Please record the attached

1. Name of conveying party(ies):
Romika Sports & Leisure, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State/California
 Other
Additional name(s) of conveying party(ies) attached?
 Yes or No?

2. Name and address of receiving party(ies):
Name: Romika USA, Inc.
Street Address 8730 N.W. 36th Avenue
Miami, FL 33147
 Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation (California)
 Other

If assignee is not domiciled in the United States, a domestic
Representative designation is attached: Yes or No?
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes or No?

3. Nature of conveyance:
 Assignment of Interest Merger
 Security Agreement Change of Name
 Other
Execution Date: February 1, 2000

4. Application number(s) or registration number(s): Attorney Docket No.:
A. Trademark Application No.(s):
B. Trademark Registration No.(s)
1,795,065; 1,991,745; 2,121,729 and 2,250,528
Additional numbers attached? Yes or No?

5. Name and address of party to whom correspondence
concerning document should be mailed:
Name: Greenberg Traurig, P.A., Attn: Manuel Valcarcel
Internal Address:
Street Address: 1221 Brickell Avenue
City: Miami, State: Florida ZIP: 33131

6. Total number of applications and registrations
involved: 4
7. Total fee (37 C.F.R. § 3.41).....\$115.00
 Enclosed
 Authorized any deficiency to be charged to
deposit account
8. Deposit account Number: 50-1792
(Attach duplicate copy of this page if paying by deposit account)

12/18/2001 TBIAZ1 00000018 1795065

01 FC:481 40.00 IP
02 FC:482 75.00 IP

DO NOT USE THIS SPACE

9. Statement and Signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.
Manuel R. Valcarcel, Esq. December 4, 2001
Name of Person Signing Signature Date

Total number of pages including cover sheet(s): 5

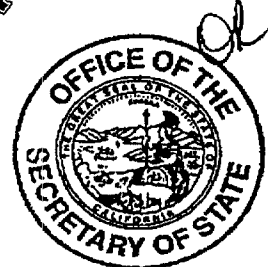
OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information:

Commissioner and Assistant Secretary of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the date needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C.



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

FEB 23 2000



Bill Jones

Secretary of State

FEB 16 2000

BILL JONES, Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ROMIKA SPORTS & LEISURE, INC.,
a California Corporation

Eddie Barrocas and Julio Magrisso certify that:

1. They are the president and secretary, respectively, of Romika Sports & Leisure, Inc., a California corporation.
2. They adopt the following Amendment of the Articles of Incorporation of said corporation:

Article I shall be amended to read as follows:

I.

The name of the Corporation is ROMIKA USA, Inc. (the "Corporation").

3. The Amendment has been approved by the Board of Directors.
4. The Amendment has been approved by the required vote of the Shareholders in accordance with California Corporations Code Section 902(a). The corporation has only one class of voting stock. Each outstanding share is entitled to one vote. The corporation has 400 shares outstanding and, hence, the total number of shares entitled to vote with respect to the Amendment was 400. The number of shares voting in favor of the Amendment equaled the vote required, in that the Amendment was approved by the affirmative vote of 400 shares, that is, by the affirmative vote of 100% of all the issued and outstanding shares.

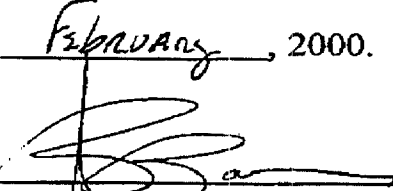
IN WITNESS WHEREOF, the undersigned have executed this Certificate on this
1st day of February, 2000.


Eddie Barrocas, President


Julio Magrisso, Secretary

The undersigned, Eddie Barrocas and Julio Magrisso, the president and secretary respectively, of Romika Sports & Leisure, Inc., each declares under penalty of perjury under the laws of the State of California, that the matters set out in the foregoing Certificate are true of his own knowledge.

Executed at Miami, Florida, on 1st day of February, 2000.



Eddie Barrocas, President



Julio Magrisso, Secretary



