

Filing Fee \$30.00

35798 ✓
Corp. I.D. # _____

State of Rhode Island and Providence Plantations

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF**

..... J.W. LEASING COMPANY

Pursuant to the provisions of Section 7-1.1-56 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is J.W. Leasing Company.....

SECOND: The shareholders of the corporation on July 9, , 1991, in the manner prescribed by Chapter 7-1.1 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

[Insert Amendment(s)]

VOTED: The Article FIRST of the Articles of Incorporation of the Corporation shall be amended to read as follows:

"FIRST: The name of the Corporation is THE COOKIE JAR COMPANY.

VOTED: The purposes of the Corporation are: to sell cookies, foods and other products and to engage in all other business activities permitted by the General Laws of the State of Rhode Island.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 100; and the number of shares entitled to vote thereon was 100

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (if inapplicable, insert "none")

<u>Class</u>	<u>Number of Shares</u>
A	100

FIFTH: The number of shares voted for such amendment was 100; and the number of shares voted against such amendment was 0

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was: (if inapplicable, insert "none")

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>
a	100	0

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (If no change, so state)

No Change

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: (If no change, so state)

No Change

Dated July 9, 19 91

J.W. Leasing Company

By [Signature]
Its President
and [Signature]
Its Secretary

J.W. LEASING COMPANY

UNANIMOUS WRITTEN CONSENT OF THE SHAREHOLDERS

The undersigned, being the Shareholders of J.W. LEASING COMPANY, a Rhode Island corporation (the "Corporation"), hereby consent to the following action and adopt the following votes:

VOTED: The Article FIRST of the Articles of Incorporation of the Corporation shall be amended to read as follows:

"FIRST: The name of the corporation is THE COOKIE JAR COMPANY.

VOTED: The purposes of the Corporation are: To sell cookies, foods and other products and to engage in all other business activities permitted by the General Laws of the State of Rhode Island.

VOTED: That upon the effectiveness of the aforesaid name change, the appropriate officers of the Corporation are authorized and directed to prepare and file the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Rhode Island, pay the necessary fees to accomplish the foregoing and take any other action as may be necessary and appropriate to properly reflect the Corporation's change of name.

This writing shall be filed with the records of the meetings of the Shareholders of the Corporation and shall for all purposes be treated as action taken and votes adopted at a meeting of the Shareholders duly called, noticed and held.

2.1.11

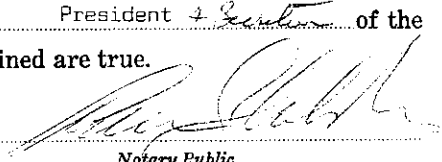
STATE OF RHODE ISLAND

COUNTY OF NEWPORT

} Sc.

At Newport in said county on this 9th day of
July, 1991, personally appeared before me Jay
Weibel, who, being by me first duly sworn, declared that he is the
President of J.W. Leasing Company

that he signed the foregoing document as President & Secretary of the
corporation, and that the statements therein contained are true.



Notary Public

Commission Expires 6/10/93

(NOTARIAL SEAL)

RECEIVED
SECRETARY OF STATE
COMMUNICATIONS SECTION

JUL 10 12 24 PM '91

JUL 10 1991

Rec'd & Filed

AMT 62326