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Corp. I.D. #

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STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF

JEWELERS SHIPPING ASSOCIATION

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1.107 of the General Laws, 1958, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of
Delaware, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is
Jewelers Shipping Association

SECOND: The address of its present registered office is
1500 Fleet Center, Providence, Rhode Island

THIRD: The address to which its registered office is to be changed is
125 Carlsbad Street, Cranston, Rhode Island

FOURTH: The name of its present registered agent is
Robert W. Shadd

FIFTH: The name of its successor registered agent is
James Sell

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated _____, 19

Jewelers Shipping Association
By *Raymond J. Hill*
Its President

STATE OF
COUNTY OF PROVIDENCE } Sc.

At PROVIDENCE
of APRIL 1989, personally appeared before me
RAYMOND J. HILL, who, being by me first duly sworn, declared that he
is the PRESIDENT of JEWELERS SHIPPING ASSOCIATION
that he signed the foregoing document as PRESIDENT of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Raymond J. Hill
Notary Public
my comm exp 6-30-91

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
MAY 1 2 53 PM '89