ID Number:	62816

STATE OF	RHODE ISLAND AND PROVIDENCE PLANTATIONS Office of the Secretary of State Corporations Division 100 North Main Street Providence, Rhode Island 02903-1335
FILED	BUSINESS CORPORATION
OCT 18 2005	
By KMC C19834	ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

Pursuant to the provisions of Section 7-1.2-905 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

un	dersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:
1.	The name of the corporation is Swarovski Optik North America Limited
2.	The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on October 11, 2005 , in the manner prescribed by Chapter 7-1.2 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:
	[Insert Amendment(s)]
	(If additional space is required, please list on separate attachment)
	That the Corporation elects to be a Close Corporation under Section 7-1.1-51 of the General Laws
	of the State of Rhode Island.

- 3. As required by Section 7-1.2-105 of the General Laws, the corporation has paid all fees and taxes.
- 4. These Articles of Amendment shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing upon filing

Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

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Signature of Authorized Officer of the Corporation

Albert Wannenmacher, President

Type or Print Name of Authorized Officer

Date: _ Cctober 11, 2005

ID Number: 62816

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS Office of the Secretary of State Corporations Division 100 North Main Street Providence, Rhode Island 02903-1335 **BUSINESS CORPORATION** OCT 18 2005 ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION Pursuant to the provisions of Section 7-1.2-905 of the General Laws of Rhode Island, 1956, as Amended, undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation: 1. The name of the corporation is Swarovski Optik North America Limited 2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the ____, in the manner prescribed by Chapter 7-1.2 of the General corporation) on October 11, 2005 Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation: [Insert Amendment(s)] (If additional space is required, please list on separate attachment) That the Corporation elects to be a Close Corporation under Section 7-1.1-51 of the General Laws of the State of Rhode Island.

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4. These Articles of Amendment shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing upon filing

> Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

> > Signature of Authorized Officer of the Corporation

Albert Wannenmacher, President

Type or Print Name of Authorized Officer

Date: October 11, 2005