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Corp. I.D. # 05-0380742

Filing Fee \$30.00

State of Rhode Island and Providence Plantations

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

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 U.S. PROVIDENCE CORPORATION

SECOND: The shareholders of the corporation on November 29, 1988, 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)]

Effective December 15, 1988 Article First of the Articles of Incorporation shall be amended to read as follows:

"FIRST: The name of the corporation is

JEWEL CASE CORPORATION

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 11,882; and the number of shares entitled to vote thereon was 3,300

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>
Common Stock	2,500

FIFTH: The number of shares voted for such amendment was 3,300; 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>
Common Stock	2,500	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 December 15, 1988

By *Therese J. Eisen*
Its Vice-President
and *Donald P. Webb*
Its Secretary

STATE OF RHODE ISLAND

COUNTY OF

} Sc.

At Providence in said county on this 15th day of
December, 1988, personally appeared before me Therese J. Eisen
& Donald P. Wolfe, who, being by me first duly sworn, declared that he is the Vice-President
and Secretary respectively of U.S. Providence Corporation

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

Dorcas E. Lippitt
Notary Public

(NOTARIAL SEAL)

My Commission Expires June 30, 1991

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