

Filing Fee: ^{50.00} \$10.00

10916

FICTITIOUS BUSINESS NAME STATEMENT

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-7.1 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following statement for authority to transact business in the State of Rhode Island under a fictitious name:

FIRST: Fictitious Business name to be used Rolo Manufacturing Co.

SECOND: Name of applicant corporation Giovanni Jewelry Company

THIRD: Incorporated under the laws of Rhode Island

FOURTH: Date of incorporation September 5, 1975

FIFTH: Business in which engaged Jewelry Manufacturing

SIXTH: Address of registered office within Rhode Island 123 Dyer Street,
Providence, RI 02903

SEVENTH: Applicant is otherwise qualified to do business in the State of Rhode Island.

Dated October 17, 1997

FILED

OCT 29 1997

By

10.11.97 11:13

Sentiment Jewelry Company

(Applicant)

By

Its Assistant Secretary

Winograd, Shine & Zacks, P.C.
123 Dyer Street
Providence, RI 02903

October 24, 1997

Attn. Corporation Department
Office of the Secretary of State
of the State of Rhode Island
100 North Main Street
Providence, RI 02903

Re: Rolo Manufacturing Co., Inc./Giovanni Jewelry Company

Gentlemen:

The undersigned, Diane Finkle, Esq., is the permanent receiver of Rolo Manufacturing Co., Inc. a Rhode Island Corporation. During the course of the administration of the estate of Rolo Manufacturing Co., Inc., as receiver I sold certain assets of the receivership estate to Giovanni Jewelry Company, a Rhode Island Corporation. Among these assets was the name "Rolo Manufacturing Company".

Accordingly, I have no objection to the filing by Giovanni Jewelry Company of a Fictitious Name Certificate for "Rolo Manufacturing Company".

Very truly yours,



Diane Finkle, Esq., as and only as
Receiver of Rolo
Manufacturing Co., Inc.
and not individually.

RECEIVER'S BILL OF SALE

I, Diane Finkle, in my capacity as the duly appointed Permanent Receiver of Rolo Manufacturing Co., Inc., by the authority vested in me by Order of the Providence County Superior Court of the State of Rhode Island entered on the 2nd day of September, 1997, in the Receivership proceeding pending before that Court, docketed as P.M. No. 97-2435, in consideration of \$185,000.00 paid by Giovanni Jewelry Company, the receipt of which sum is hereby acknowledged, do hereby convey and assign to Giovanni Jewelry Co., free and clear of all liens and encumbrances, all of my right, title and interest as said Permanent Receiver in and to those assets belonging to Rolo Manufacturing Co., Inc., located at 274 Pine Street, Providence, Rhode Island, identified and set forth in Schedule A, annexed hereto and hereby incorporated herein (the "Assets").

This sale is made without any representations or warranties whatsoever, including but not limited to, any representations or warranties concerning quantity, quality, durability, condition, merchantability, fitness for any purpose, or any other aspects of said Assets, and all said Assets are sold "as is" and "where is."

Notwithstanding anything herein to the contrary, the person

EXHIBIT A

1. Company name and customer Listing:
 2. Models and molds, tools and dies for jewelry items estimated to be in excess of 100,000, consisting of extensive lines of product categories for the manufacture of costume jewelry.
 3. Inventory of finished costumed jewelry, components, work-in-progress, raw materials and packaging materials;
 4. Machinery, equipment and office furnishings, supplies and fixtures, and computer and telephone systems, including production equipment and other manufacturing equipment for the manufacture of white metal casting, and finishing equipment and; any and all other miscellaneous items within the premises of Rolo Manufacturing.
 5. Fully equipped plating facility with complete waste water treatment system and solutions left by LCL including all claims or rights that you have with respect to those solutions and material.
- Please note that the buyer assumes no responsibilities for hazardous waste or environmental liabilities.

Diane L. Lick
9-2-97