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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

WAVELIGHT Electronic Design and Illustration Inc.

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:

1. The name of the corporation is WAVELIGHT Electronic Design and Illustration Inc.
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on October 31, 1997, 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)]

(If additional space is required, please list on separate attachment)

Article First of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

"First. The name of the corporation is WAVELIGHT Design, Inc."

3. The number of shares of the corporation outstanding at the time of such adoption was 400; and the number of shares entitled to vote thereon was 400.

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

Class

Number of Shares

NONE

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5. The number of shares voted for such amendment was 400; and the number of shares voted against such amendment was 0

6. 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")

Class	Number of Shares Voted	
	For	Against
NONE		

7. 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

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

9. Date when amendment is to become effective: upon filing hereof
(not more than 30 days after the filing of these Articles of Amendment)

Dated October, 19 97

WAVELIGHT Electronic Design and Illustration Inc.

By Gregory A. Duchesne

Its PRESIDENT President or Vice President

and Gregory A. Duchesne

Its SECRETARY Secretary or Assistant Secretary

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STATE OF RHODE ISLAND
COUNTY OF

In Cumberland, on this 14th day of November, 19 97, personally appeared before me Gregory A. Duchesne, who being by me first duly sworn, declared that he/she is the President of WAVELIGHT Electronic Design and Illustration Inc. and that he/she signed the foregoing document as President of the corporation, and that the statements therein contained are true.

Therese M. Bousquet
Notary Public
My Commission Expires: 8/11/2001