

Filing fee: \$10.00

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

ARDEN JEWELRY MFG. CO.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-12 of the General Laws, 1956, 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 Rhode
Island, 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 Arden Jewelry Mfg. Co.

SECOND: The address of its present registered office is 1025 Fleet National
Bank Building, Providence, RI

THIRD: The address to which its registered office is to be changed is 2200 Fleet
National Bank Building, Providence, RI

FOURTH: The name of its present registered agent is Bernard Abedon

FIFTH: The name of its successor registered agent is Bentley Tobin

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 August 23, 1984

ARDEN JEWELRY MFG. CO.

By Leonard R. Abrams
Its President

STATE OF RHODE ISLAND }
COUNTY OF PROVIDENCE } SC.

At Providence in said county on this 23rd day
of August, 1984, personally appeared before me Leonard R.
Abrams, who, being by me first duly sworn, declared that he
is the President of Arden Jewelry Mfg. Co.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FORM 9 10M 10/80

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INDEXED
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Jonathan M. ...
Notary Public
JONATHAN M. ...
State of Rhode Island and Providence Plantings
My Commission Expires June 30, 1986

AUG 28 1984
JSA