

Filing Fee: \$20.00

Corp. I.D. # 24680

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

Fiesta Jewelry Corporation

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-12 of the

(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)

General Laws, 1956, as 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 Fiesta Jewelry Corporation

SECOND: The address of its present registered office is 1500 Fleet Center, Providence, Rhode Island 02903

THIRD: The address to which its registered office is to be
changed is 10th Floor, One Old Stone Square, Providence,
Rhode Island 02903

FOURTH: The name of its present registered agent is Paul A. Silver

FIFTH: The name of its successor registered agent is Edward D. Feldstein

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: April 27, 19 93

Fiesta Jewelry Corporation
By [Signature]
Its President

STATE OF RHODE ISLAND)
COUNTY OF PROVIDENCE) Sc.

At Providence in said county on this
27th day of April, 19 93, personally appeared
before me Jerome Leventhal, who,
being by me first duly sworn, declared that he is the
President of Fiesta Jewelry Corporation
that he signed the foregoing documents as President
of the corporation, and that the statements therein contained are
true.

(NOTARIAL SEAL)

[Signature]
Notary Public

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