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**State of Rhode Island and Providence Plantations**

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
Green Ink of Newport, 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:

FIRST: The name of the corporation is  
Green Ink of Newport, Inc.

SECOND: The shareholders of the corporation on May 27, 1986, 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)]

The name of the corporation is hereby changed from Green Ink of Newport, Inc. to Goody Two Shoes Inc.

The sale of shoes and related accessories is hereby added as a purpose of the corporation.

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 100 ; and the number of shares entitled to vote thereon was 100

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>
no par value common stock	100

FIFTH: The number of shares voted for such amendment was 100 ; 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>
none		

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)

none

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 charge

Dated May 27 , 19 86

Green Ink of Newport, Inc.

By Betty D. Givan  
Betty D. Givan  
Its President  
and Bethany Mazza  
Bethany Mazza  
Its Secretary

STATE OF RHODE ISLAND

COUNTY OF WASHINGTON

} Sc.

At North Kingstown in said county on this 27th day of  
May, 1986, personally appeared before me Bethany Mazza and  
Betty D. Givan, who, being by me first duly sworn, declared that he is the secretary and  
secretary of Green Ink of Newport, Inc.

that he signed the foregoing document as secretary and president of the  
corporation, and that the statements therein contained are true.

X *Richard B. Carpenter*  
Notary Public  
*Richard B. Carpenter*

(NOTARIAL SEAL)

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CHEK 30.00  
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JUN 18 1986