

12-03-2001



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TO THE HON. COMMISSIONER OF PATENTS & TRADEMARKS: PLEASE RECORD THE ATTACHED ORIGINAL DOCUMENTS OR COPIES THEREOF.

11-28-01

<p>1. NAME AND ADDRESS OF CONVEYING PARTY</p> <p>RJC Corp. 168 Centre Street Danvers, MA 01923</p> <p>(Massachusetts Corporation)</p> <p>Additional names of conveying parties attached? No.</p>	<p>2. NAME AND ADDRESS OF RECEIVING PARTY</p> <p>Long's Jewelers, LTD. 168 Centre Street Danvers, MA 01923</p> <p>(Massachusetts Corporation)</p> <p>Additional names of receiving parties attached? No.</p>
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<p>3. NATURE OF CONVEYANCE:</p> <p><input type="checkbox"/> Assignment      <input type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement      <input checked="" type="checkbox"/> Change of Name</p> <p>Execution Date: <u>April 21, 1999</u></p>	<p>If assignee is not domiciled in the United States, a designation of domestic representative is attached.</p>
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<p>4. APPLICATION OR REGISTRATION NUMBER(S)</p> <p>A. Trademark Application Nos.</p> <p>Additional numbers attached? No.</p>	<p>B. Trademark Registration Nos.</p> <p>1,942,968</p> <p>Additional numbers attached? No.</p>
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11-28-2001

U.S. Patent & TMO/ TM Mail Rpt Dt. #34

<p>5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT SHOULD BE MAILED:</p> <p>TIMOTHY H. HIEBERT SAMUELS, GAUTHIER &amp; STEVENS LLP 225 FRANKLIN STREET, SUITE 3300 BOSTON, MA 02110</p>	<p>6. TOTAL NUMBER OF APPLICATIONS AND REGISTRATIONS INVOLVED: <u>1</u></p> <p>7. TOTAL FEE DUE: \$ <u>40.00</u> (Check enclosed)</p> <p>If any additional fee(s) are due, the Commissioner is hereby authorized to charge the Deposit Account identified in item 8.</p> <p>8. DEPOSIT ACCOUNT NUMBER: <u>19-0079</u></p>
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DO NOT USE THIS SPACE

9. STATEMENT AND SIGNATURE

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

I. Stephen Samuels  
Name of Person Signing

J. Stephen Samuels  
Signature

November 16, 2001  
Signature Date

10. Total pages: 5

6.9.01N

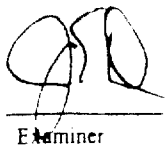
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40.00 OP

TRADEMARK  
REEL: 002401 FRAME: 0639

24



# The Commonwealth of Massachusetts

621

OFFICE OF THE MASSACHUSETTS SECRETARY OF STATE  
**WILLIAM FRANCIS GALVIN**, Secretary  
ONE ASHBURTON PLACE, BOSTON, MASSACHUSETTS 02108

## ARTICLES OF AMENDMENT General Laws, Chapter 156B, Section 72

FEDERAL IDENTIFICATION  
NO. 04-2778559

We Robert I. Rottenberg, President/~~Vice President~~, and  
Clerk/~~Assistant Clerk~~ of

RJC Corp.  
(EXACT Name of Corporation)

located at: 168 Centre Street, Danvers, MA 01923  
(MASSACHUSETTS Address of Corporation)

do hereby certify that these ARTICLES OF AMENDMENT affecting Articles NUMBERED: \_\_\_\_\_  
1  
(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended hereby)

of the Articles of Organization were duly adopted at a meeting held on April 21, 1999, by  
vote of:

Name  
Approved

100 shares of Common out of 100 shares outstanding,  
type, class & series, (if any)  
\_\_\_\_\_ shares of \_\_\_\_\_ out of \_\_\_\_\_ shares outstanding, and  
type, class & series, (if any)  
\_\_\_\_\_ shares of \_\_\_\_\_ out of \_\_\_\_\_ shares outstanding,  
type, class & series, (if any)

CROSS OUT being at least a majority of each type, class or series outstanding and entitled to vote  
INAPPLI- thereon: -  
CABLE ~~being at least two-thirds of each type, class or series outstanding and entitled to vote~~  
CLAUSE thereon and of each type, class or series of stock whose rights are adversely affected  
thereby: -

C   
P   
M   
R.A.

- 1 For amendments adopted pursuant to Chapter 156B, Section 70.
- 2 For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any Amendment or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper leaving a left-hand margin of at least 1 inch for binding. Additions to more than one Amendment may be continued on a single sheet so long as each Amendment requiring each such addition is clearly indicated.

4  
P.C.

12/20/87 (w.c.)

TRADEMARK  
REEL: 002401 FRAME: 0640

To **CHANGE** the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total presently authorized is:

**WITHOUT PAR VALUE STOCKS**

TYPE	NUMBER OF SHARES
COMMON: .....	.....
.....	.....
PREFERRED: .....	.....
.....	.....

**WITH PAR VALUE STOCKS**

TYPE	NUMBER OF SHARES	PAR VALUE
COMMON: .....	.....	.....
.....	.....	.....
PREFERRED: .....	.....	.....
.....	.....	.....

**CHANGE** the total authorized to:

**WITHOUT PAR VALUE STOCKS**

TYPE	NUMBER OF SHARES
COMMON: .....	.....
.....	.....
PREFERRED: .....	.....
.....	.....

**WITH PAR VALUE STOCKS**

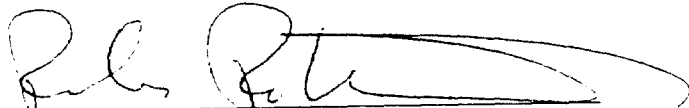
TYPE	NUMBER OF SHARES	PAR VALUE
COMMON: .....	.....	.....
.....	.....	.....
PREFERRED: .....	.....	.....
.....	.....	.....

UNANIMOUS CONSENT ACTION OF  
THE SHAREHOLDERS OF  
RJC. CORP.

The undersigned, being all the directors of the above-named Corporation, hereby consent, pursuant to Mass. Gen. Laws c. 156B, §43, to the adoption of the following resolutions in lieu of a meeting of the directors, and to the authorization of any and all actions contemplated therein and thereby, with the same force and effect as thorough adopted and authorize by a duly called and held meeting of the directors on April 21, 1999.


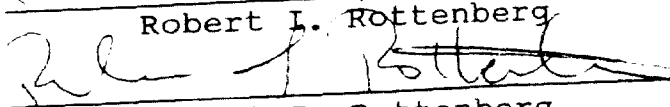
RESOLVED: That the name of the Corporation, effective June 1, 1999, shall be changed to Long's Jewelers, LTD.

IN WITNESS WHEREOF, this Consent has been executed and filed with the records of the Corporation, and shall be treated for all purposes as votes taken at a meeting of the shareholders held on April 21, 1999.

  
Robert I. Rottenberg

The foregoing amendment will become effective when these articles of amendment are filed in accordance with Chapter 156B, Section 6 of The General Laws unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date. LATER EFFECTIVE DATE: June 1, 1999 ✓

**IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY**, we have hereunto signed our names this 21st day of April, in the year 1999.

  
Robert I. Rottenberg President/Vice President  
  
Robert I. Rottenberg Clerk/Assistant Clerk

881007

7348

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

GENERAL LAWS, CHAPTER 156B, SECTION 72

I hereby approve the within articles of amendment and, the filing fee in the amount of \$ 100.00 having been paid, said articles are deemed to have been filed with me this 26th day of May 19 99

Effective Date: ✓  
June 01, 1999

*William Francis Galvin*

**WILLIAM FRANCIS GALVIN**

Secretary of State

Effective Date: June 1, 1999

TO BE FILLED IN BY CORPORATION

PHOTOCOPY OF ARTICLES OF AMENDMENT TO BE SENT

TO: Lovins & Metcalf  
Ten Cedar Street  
Woburn, MA 01801  
Telephone: (781) 938-8800