

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RJC Corp.		06/01/1999	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Long's Jewelers, LTD.
Street Address:	60A South Avenue
City:	Burlington
State/Country:	MASSACHUSETTS
Postal Code:	01803
Entity Type:	CORPORATION: MASSACHUSETTS

PROPERTY NUMBERS Total: 1

Property Type	Number
Registration Number:	1792034

CORRESPONDENCE DATA

Fax Number: (413)548-9338
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617-426-5553
 Email: hiebert@samuelsTM.com
 Correspondent Name: Timothy H. Hiebert
 Address Line 1: 225 Franklin Street, Suite 3300
 Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	LOVINS
NAME OF SUBMITTER:	Timothy H. Hiebert

Total Attachments: 4
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TRADEMARK

The Commonwealth of Massachusetts

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

621


Examiner

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: - 1~~
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: - 2~~

- 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 8½ 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.

12/20/82 (wc)

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

WITH PAR VALUE STOCKS

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

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

CHANGE the total authorized to:

WITHOUT PAR VALUE STOCKS

WITH PAR VALUE STOCKS

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

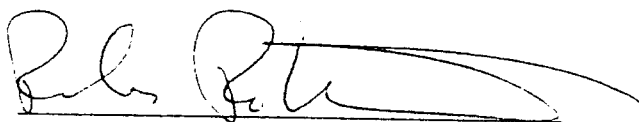
TYPE	NUMBER OF SHARES	PAR VALUE
COMMON:
.....
PREFERRED:
.....

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.

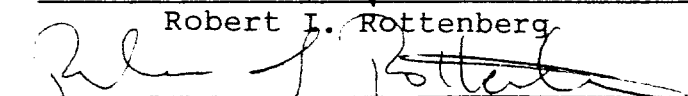

Robert I. Rottenberg

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

851007

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