

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Henry Birks & Sons Inc./Henry Birks et Fils Inc.		11/14/2005	CORPORATION: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Birks & Mayors Inc.		
<b>Street Address:</b>	1240 Phillips Square		
<b>City:</b>	Montreal		
<b>State/Country:</b>	QUEBEC		
<b>Postal Code:</b>	H3B 3H4		
<b>Entity Type:</b>	CORPORATION: CANADA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	73184789	BIRKS	
<b>Serial Number:</b>	78675708	THE AMORIQUE DIAMOND	
<b>Serial Number:</b>	78675715	EL DIAMANTE AMORIQUE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(914)941-6091		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	914-941-5668		
<b>Email:</b>	dewen@collenip.com		
<b>Correspondent Name:</b>	Jane F. Collen		
<b>Address Line 1:</b>	80 South Highland Avenue		
<b>Address Line 4:</b>	Ossining, NEW YORK 10562		
<b>ATTORNEY DOCKET NUMBER:</b>	96415; 96425; 98615		
<b>NAME OF SUBMITTER:</b>	Jane F. Collen		

OP \$90.00 73184789

Signature:

/jfc/

Date:

12/06/2005

**Total Attachments: 3**

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Industry Canada

Industrie Canada

**Certificate  
of Amendment**

**Canada Business  
Corporations Act**

**Certificat  
de modification**

**Loi canadienne sur  
les sociétés par actions**

**BIRKS & MAYORS INC.**

**357267-6**

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the articles of the above-named corporation were amended:

Je certifie que les statuts de la société susmentionnée ont été modifiés:

- a) under section 13 of the *Canada Business Corporations Act* in accordance with the attached notice;
- b) under section 27 of the *Canada Business Corporations Act* as set out in the attached articles of amendment designating a series of shares;
- c) under section 179 of the *Canada Business Corporations Act* as set out in the attached articles of amendment;
- d) under section 191 of the *Canada Business Corporations Act* as set out in the attached articles of reorganization;

- a) en vertu de l'article 13 de la *Loi canadienne sur les sociétés par actions*, conformément à l'avis ci-joint;
- b) en vertu de l'article 27 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes désignant une série d'actions;
- c) en vertu de l'article 179 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses modificatrices ci-jointes;
- d) en vertu de l'article 191 de la *Loi canadienne sur les sociétés par actions*, tel qu'il est indiqué dans les clauses de réorganisation ci-jointes;

Richard G. Shaw  
Director - Directeur

November 14, 2005 / le 14 novembre 2005  
Date of Amendment - Date de modification

Canada

**CANADA BUSINESS  
CORPORATIONS ACT  
FORM 4  
ARTICLES OF AMENDMENT  
(SECTION 27 OR 177)**

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**1 - Name of the Corporation**

Henry Birks & Sons Inc.  
Henry Birks et Fils Inc.

**2 - Corporation No.**

357267-6

**3 - The articles of the above-named Corporation are amended as follows:**

(A) Section 1 of the articles of amalgamation be and the same is hereby deleted and replaced by the following:

**1 - Name of the Corporation**

BIRKS & MAYORS INC.

(B) The previously authorized Class C Shares, non-voting common shares and Series A Preferred Shares are hereby deleted.

(C) Section 3 of the articles of amalgamation be and the same is hereby deleted and replaced by the following:

**3 - The classes and any maximum number of shares that the Corporation is authorized to issue**

Please see the attached Schedule 1 forming an integral part of these articles of amendment.

(D) Section 4 of the articles of amalgamation be and the same is hereby deleted and replaced by the following:

**4 - Restrictions, if any, on share transfers**

None, except as otherwise set forth in Schedule 1.

(E) Section 5 of the articles of amalgamation be and the same is hereby deleted and replaced by the following:

5 - Number (or minimum and maximum number ) of directors

A minimum of three (3) directors and a maximum of fifteen (15) directors.

(F) Section 7 of the articles of amalgamation be and the same is hereby deleted and replaced by the following:

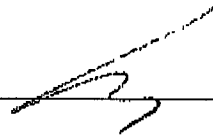
7 - Other provisions, if any

- (1) Meetings of shareholders of the Corporation may be held at the places in Canada as set out in the by-laws of the Corporation or in the greater metropolitan area of any city having a population of more than 80,000 inhabitants in the United States, in any member-country of the European Union or in Asia.
- (2) A director's term of office shall be from the date of the meeting at which he is elected or appointed until the first annual meeting next following his election or nomination or, if an election of the board of directors is not held at such meeting or if such meeting does not occur, at the date on which his successor is elected or appointed, or earlier if he dies or resigns, is removed or disqualified, or if his term of office ends for any other reason.
- (3) The directors may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual meeting of shareholders, but the total number or directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders.

Date

November 14 , 2005

Signature

  
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4- Capacity of

Vice-President, General  
Counsel & Corporate Secretary

Printed Name

Sabine Bruckert

**FOR DEPARTMENTAL USE ONLY**

Filed

**NOV 14 2005**

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