

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:50 PM 06/30/2003
FILED 02:30 PM 06/30/2003
SRV 030431118 - 3676317 FILE

CERTIFICATE OF FORMATION
OF
SLI HOLDINGS INTERNATIONAL, LLC

This Certificate of Formation of SLI Holdings International, LLC (the "LLC") dated as of June 30, 2003, is being duly executed and filed by the undersigned, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101, et seq.

FIRST: The name of the LLC formed hereby is:

SLI Holdings International, LLC

SECOND: The address of the registered office of the LLC and name and address of the registered agent for service of process on the LLC in the State of Delaware is:

The Corporation Trust Company
Corporation Trust Center
1209 Orange Street
Wilmington, Delaware 19801

THIRD: The LLC is a continuation of SLI, Inc., which, immediately prior to its conversion to a Delaware limited liability company pursuant to a Certificate of Conversion filed with the Delaware Secretary of State on June 30, 2003, was a corporation named SLI, Inc., formed and existing under the laws of the State of Oklahoma. SLI, Inc. was incorporated pursuant to a Certificate of Incorporation filed with the Oklahoma Secretary of State on October 13, 1992. The conversion to a Delaware limited liability company was approved in the manner provided by 18 Okl. St. §1118.

FOURTH: The principal office and the mailing address of the LLC are:

500 Chapman Street
Canton, Massachusetts 02021

FIFTH: The LLC shall not issue any non-voting equity interests.

SIXTH: The formation of the LLC shall be effective upon the filing of this Certificate of Formation.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Formation to be executed as of the date first above written:

By: /s/ STEPHEN N. CUMMINGS
Stephen N. Cummings
Authorized Person