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## BASIC AMENDMENT

## HAROLD'S JEWELRY CENTER, INC.

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**ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
HAROLD'S JEWELRY CENTER, INC.**

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned Harold A. Rosenberg, being the President of HAROLD'S JEWELRY CENTER, INC. (the "Corporation"), does hereby certify:

1. The name of the Corporation is HAROLD'S JEWELRY CENTER, INC.
2. The Articles of Incorporation of the Corporation are hereby amended to change the name of the Corporation from HAROLD'S JEWELRY CENTER, INC. to HAROLD'S JEWELERS, INC. To effect such amendment, Article I of the Articles of Incorporation is hereby amended and restated in its entirety to read as follows:

**"ARTICLE I - NAME**

The name of the Corporation is **HAROLD'S JEWELERS, INC.** (hereinafter, the "Corporation")."

**THIS INSTRUMENT PREPARED BY:**  
Hazel A. Gianatiempo, Paralegal  
Hodgson, Russ, Andrews, Woods & Goodyear, LLP  
2000 Glades Road, Suite 400  
Boca Raton, FL 33431  
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3. The foregoing amendment of the Articles of Incorporation was authorized by the written consent of the Board of Directors of the Corporation on November 27, 2000 followed by the written consent on November 21, 2000 of the holders of all of the outstanding shares of the Corporation entitled to vote thereon. The number of votes cast for the foregoing amendments by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment of Articles of Incorporation this 27 day of November, 2000.

  
\_\_\_\_\_  
Harold A. Rosenberg, President

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