

Mail: C.I. Corporation System, 1633 Broadway

CERTIFICATE OF ASSUMED NAME
OR PARTNERSHIP

N.Y. N.Y. 10019

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The undersigned, proposing to engage in business in Forsyth
County, North Carolina, under an assumed name or partnership name, do
hereby certify that:

1) The name under which the business is to be conducted is
Finlay Fine Jewelers*
(insert assumed or partnership name)

2) The names and addresses of all of the owners of the business are
S&L Acquisition Company L.P.
c/o Seligman & Latz, Inc.
1133 Avenue of Americas
New York, New York 10036

(insert name and address of each owner)

IN WITNESS WHEREOF, this certificate is signed by each of the owners
of said business, this 18 day of November, 1985.

S&L Acquisition Company L.P.
By: GT Acquisition Corporation,
General Partner

By: Robert Meisel
Robert Meisel, Vice President

*S&L Acquisition Company L.P. will operate
licensed beauty parlors and jewelry counters on the
premises of certain department stores. In connection
with these operations, it will employ the trade name
of such store.

State of New York
County of New York

I, Grace E. Crichlow, a notary public, do hereby
certify that on this 18 day of November, 1985, personally
appeared before me Robert Meisel, Vice President of GT Acquisition
Corporation, general partner of S&L Acquisition Company L.P.
who are all of the signers of the foregoing instrument, and each
acknowledged the due execution thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal,
this 18 day of November, 1985.

DEC 2 4 42 PM '85

Grace E. Crichlow
Notary Public

L.E. SPEAS
REGISTER OF DEEDS
FORSTH CTY, N.C.
My commission expires March 30, 1986
GRACE E. CRICHLLOW
Notary Public, State of New York
No. 4666568
Qualified in Queens County
Term Expires March 30, 1986

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