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RECORDING REQUESTED BY

**FIRST AMERICAN TITLE INSURANCE
COMPANY**

2013 054461

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2013 JUL 25 AM 9:19

WHEN RECORDED RETURN TO

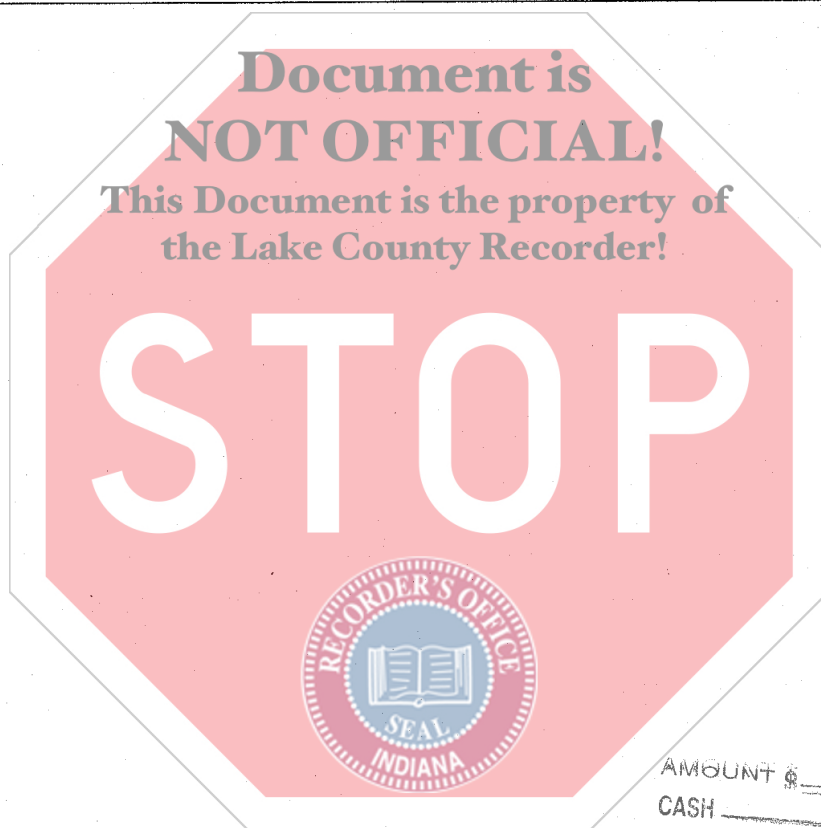
**Latham & Watkins LLP
355 South Grand Avenue
Los Angeles, CA 90071-1560**

Attention: Ane Cahill Priester

**MICHAEL B. BROWN
RECORDER**

**THE AREA ABOVE IS RESERVED FOR
RECORDER'S USE**

**CERTIFIED COPY OF THE AMENDMENT OF
AVERY INTERNATIONAL CORPORATION
CHANGING ITS NAME TO AVERY DENNISON CORPORATION**



AMOUNT \$ 16-
 CASH _____ CHARGE _____
 CHECK # 028583
 OVERAGE _____
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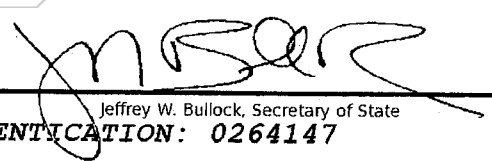
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AVERY INTERNATIONAL CORPORATION", CHANGING ITS NAME FROM "AVERY INTERNATIONAL CORPORATION" TO "AVERY DENNISON CORPORATION", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF OCTOBER, A.D. 1990, AT 9 O'CLOCK A.M.



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0264147

DATE: 03-06-13

**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF INCORPORATION OF**

AVERY INTERNATIONAL CORPORATION

Avery International Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

1. That the Board of Directors of Avery International Corporation, at a meeting thereof held on May 24, 1990, duly adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of said corporation, and directed that such proposed amendment be considered at a special meeting of stockholders on September 11, 1990. Said proposed amendment would change the name of the Corporation to Avery Dennison Corporation by amending Article I thereof to read in its entirety as follows:

"ARTICLE I

"The name of the Corporation is: AVERY DENNISON CORPORATION."

2. That a Special Meeting of Stockholders was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware on September 11, 1990, and that at such meeting a majority of the outstanding shares of Common Stock entitled to vote (said corporation's Common Stock constituting the only class of its stock outstanding) voted in favor of such amendment in accordance with Sections 212 and 242 of the General Corporation Law of the State of Delaware.

3. That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Avery International Corporation has caused this Certificate to be signed by Charles D. Miller, its Chairman of the Board and Chief Executive Officer, and attested by Robert G. van Schoonenberg, its Secretary, this 15th day of October, 1990.

AVERY INTERNATIONAL CORPORATION



Charles D. Miller
Chairman of the Board and
Chief Executive Officer

ATTEST:



Robert G. van Schoonenberg
Secretary

