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FORM BCA 5.10/5.20 (rev. Dec. 2003) STATEMENT OF CHANGE OF REGISTERED AGENT AND/OR REGISTERED OFFICE Business Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-3647
www.cyberdriveillinois.com



Doc#: 0402119034

(Note 6)

Eugene "Gene" Moore Fee: \$26.50 Cook County Recorder of Deeds Date: 01/21/2004 08:52 AM Pg: 1 of 2

Remit payment in the form of aAN 1 5 2004 check or money order payable JESSE WHITE to the Secretary of State. SECRETARY OF STATE Filing Fee: \$25.00 -Type or Print clearly in black ink----Scom' in duplicate Do not write above this line Jilly's, Inc. CORPORATE NAME: STATE OR COUNTRY OF INCORPORATION: Illinois 2. Name and address of the registered agent and registered office as they appear on the records of the office 3. of the Secretary of State (before change): Registered Agent Nicholas Caruso, Jr. Middle Name Last Name First Name Registered Office 1007 N. Rush Street Number Suite No. (A P.O. Box alone is not acceptable) 606101 Chicago Cook ZIP Code City County Name and address of the registered agent and registered office shall be (after all changes herein reported): 4. Registered Agent Scott Smith Last Name Middle Namo First Name Registered Office 1007 N. Rush Street Number Street Suite No. (A P.C. Box alone is not acceptable) 60611 Cook Chicago City ZIP Code County The address of the registered office and the address of the business office of the registered agent, as changed, 5. will be identical. The above change was authorized by: ("X" one box only) a. By resolution duly adopted by the board of directors. (Note 5)

SEE REVERSE SIDE FOR SIGNATURES(S).

b. Description by by action of the registered agent.

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7. (If authorized by the board of directors, sign here. See Note 5)

The undersigned corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true.

Dated	December 31 200	JILLY'S, INC.
Jaiou	Month & Day) (Ye.	ar) (Exact Name of Corporation)
	Lungue Bur	/
	(Any Authorized Officer's Signature, Laurence Baron, President)
	(Type or Print Name and Title)	

(If change of registered office by registered agent, sign here. See Note 6)

The undersigned, under penalties of perjury, affirms that the facts stated herein are true.

Dated		>	
	(Month & Day)	(Year)	(Signature of Registered Agent of Record)
	90		
			(Type or poot name. If the registered agent is a corporation, type
			or print the name and title of the officer who is signing on its

NOTES

- 1. The registered office may, but need not be up same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
- 2. The registered office must include a street or road adviress; a post office box number alone is not acceptable.
- 3. A corporation cannot act as its own registered agent.
- 4. If the registered office is changed from one county to another, then the corporation must file with the recorder of deeds of the new county a certified copy of the articles of incorporation and a certified copy of the statement of change of registered office. Such certified copies may be obtained ONLY from the Secretary of State.
- 5. Any change of registered agent must be by resolution adopted by the board of directors. This statement must then be signed by a duly authorized officer.
- 6. The registered agent may report a change of the registered office of the corporation for which he or she is registered agent. When the agent reports such a change, this statement must be signed by the registered agent. If a corporation is acting as the registered agent, a duly authorized officer of such corporation must sign this statement.