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Form **LLC-1.36/1.37**
May 2008

Illinois Limited Liability Company Act

FILE # 01669508

Statement of Change of Registered Agent and/or Registered Office

This space for use by Secretary of State.

Secretary of State **Jesse White**
Department of Business Services
Limited Liability Division
501 S. Second St., Rm. 351
Springfield, IL 62756
217-524-8008
www.cyberdriveillinois.com

SUBMIT IN DUPLICATE

Must be typewritten.

This space for use by Secretary of State.

Filing Fee: \$25

Penalty (See Note 1.):

Approved: *[Signature]*

FILED

OCT 28 2009

JESSE WHITE
SECRETARY OF STATE

1. Limited Liability Company Name: Airups Enterprises, LLC
2. Name and Address of Registered Agent and Registered Office as they appear on the records of the Office of the Secretary of State (before change):

Registered Agent: Don O. Spagnolo
First Name Middle Name Last Name

Registered Office: 2500 W. Higgins Rd. Ste. 500
Number Street Suite No. (P.O. Box alone is unacceptable)

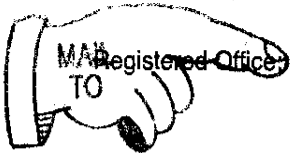
Hoffman Estates 60195 Cook
City ZIP Code County

3. Name and Address of Registered Agent and Registered Office shall be (after all changes herein reported):

Registered Agent: Don O. Spagnolo
First Name Middle Name Last Name

Registered Office: 2500 West Higgins Road Suite 500
Number Street Suite No. (P.O. Box alone is unacceptable)

Hoffman Estates 60169 Cook
City ZIP Code County



4. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

6. The above change was authorized by: (check one box only)
- a. resolution duly adopted by the members or managers. (See Note 4.)
- b. action of the registered agent. (See Note 5.)



SEE REVERSE FOR SIGNATURE(S).

Doc#: **0935229005** Fee: \$40.25
Eugene "Gene" Moore
Cook County Recorder of Deeds
Date: 12/18/2009 10:25 AM Pg: 1 of 2



[Handwritten signature]

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6. If the change to the registered agent or registered office is authorized by the members or managers, sign here. (See Note 4 below.)

The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this statement to change the registered agent or address is to the best of my knowledge and belief, true, correct and complete.

Dated _____, _____
Month/Day Year

Signature (Must comply with Section 5-45 of ILLCA.)

Name and Title (type or print)

If the member or manager signing this document is a company or other entity, state name of company and indicate whether it is a member or manager of the Limited Liability Company.

If change of registered office by registered agent, sign here. (See Note 5 below.)

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

Dated October 2, 2009
Month/Day Year

Don O. Spagnolo
Signature of Registered Agent of Record

Don O. Spagnolo

Name and Title (type or print)

If registered agent is a corporation,
name and title of officer who is signing on its behalf.

NOTES

1. A \$300 penalty applies when the Limited Liability Company fails to appoint and maintain a registered agent in Illinois within 60 days of notification of the Secretary of State by the resigning registered agent.
2. The registered office may, but need not be, the same as the principal office of the Limited Liability Company; however, the registered office and the office address of the registered agent must be the same.
3. The registered office must include a street or road address (P.O. Box alone is unacceptable).
4. A Limited Liability Company cannot act as its own registered agent.
5. Any change of registered agent or registered address effected by the Limited Liability Company must be by resolution adopted by the members or managers.
6. The registered agent may report a change of the registered office of the Limited Liability Company for which he/she is a 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.



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