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BCA 5.10/6.20 (Rev. Jul. 1984)

File # 88-4352-4321

JIM EDGAR  
Secretary of State  
State of Illinois

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State".

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STATEMENT OF CHANGE OF REGISTERED AGENT  
AND/OR  
REGISTERED OFFICE

SECRETARY OF STATE

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby submits the following statement.

1. The name of the corporation is RCI PROPERTIES, INC.  
DEC-9-88 1156 W. SHURE DR ARLINGTON HEIGHTS ILLINOIS 60004 COOK 12.00

2. The State or Country of incorporation is Illinois

3. The name and address of its registered agent and its registered office as they appear on the records of the office of the Secretary of State (Before Change) are:

Registered Agent Margot Mack RENEE B. EPSTEIN  
First Name Middle Name Last Name

Registered Office 3726 North Kennicott Avenue 1156 W. SHURE DR.  
Number Street Suite No. (A P.O. Box alone is not acceptable)

Arlington Heights Cook 60004  
City Zip Code County

4. The name and address of its registered agent and its registered office shall be (After All Changes Herein Reported):

Registered Agent Richard H. Levy  
First Name Middle Name Last Name

Registered Office 1156 West Shure Drive  
Number Street Suite No. (A P.O. Box alone is not acceptable)

Arlington Heights, Cook 60004  
City Zip Code County

5. 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: ("X" one box only)

a.  By resolution duly adopted by the board of directors. (Note 5)

b.  By action of the registered agent. (Note 6)

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

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

Dated NOV 15, 1988 RCI PROPERTIES, INC.  
(Exact Name of Corporation)

attested by [Signature]  
(Signature of Secretary or Assistant Secretary)

Richard H. Levy, Asst. Sec'y.  
(Type or Print Name and Title)

by [Signature]  
(Signature of President or vice president)

Ronald J. Benach, 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 \_\_\_\_\_, 19\_\_\_\_  
(Signature of Registered Agent of Record)

12.00 E

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FILED

NOV 21 1989

CLERK OF COURT

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