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89255298

File # P-5777-945-8

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State".  
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JIM EDGAR  
Secretary of State  
State of Illinois

|                                             |                    |
|---------------------------------------------|--------------------|
| This Space For Use By<br>Secretary of State |                    |
| Date                                        |                    |
| Filing Fee                                  | \$5.00             |
| Clerk                                       | <i>[Signature]</i> |

STATEMENT OF CHANGE OF REGISTERED AGENT  
AND/OR  
REGISTERED OFFICE

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 Sherman & James, Inc.

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 Pearl A. Zager  
First Name Middle Name Last Name

Registered Office 8500 Sears Tower, 233 S. Wacker  
Number Street Suite No. (A P.O. Box alone is not acceptable)

Chicago, IL 60606  
City Zip Code County

FILED  
MAY 22 1989  
Secretary of State  
Corporation Department

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

Registered Agent Pearl A. Zager  
First Name Middle Name Last Name

Registered Office 35 West Wacker, Suite 3300  
Number Street Suite No. (A P.O. Box alone is not acceptable)

Chicago, IL 60601  
City Zip Code County

016

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. (Vote 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 \_\_\_\_\_, 19\_\_\_\_ (Exact Name of Corporation)

attested by \_\_\_\_\_  
(Signature of Secretary or Assistant Secretary)  
\_\_\_\_\_  
(Type or Print Name and Title)

by \_\_\_\_\_  
(Signature of President or vice 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 May 15, 19 89

*[Signature]*  
(Signature of Registered Agent of Record)

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RETURN TO:

Robert J. Washlow  
c/o Chadwell & Kayser  
35 West Wacker Drive  
Suite 3300  
Chicago, IL 60601

Property of Cook County Clerk's Office

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