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BCA 5.10/5.20 (Rev. Jul. 1984)

90118159

File # 5111-536-8

Submit in Duplicate

Remit payment in Check or Money Order, payable to "Secretary of State".

DO NOT SEND CASH!

JIM EDGAR
Secretary of State
State of Illinois

STATEMENT OF CHANGE OF REGISTERED AGENT AND/OR REGISTERED OFFICE

This Space For Use By Secretary of State	
Date	2-8-90
Filing Fee	\$5.00
Clerk	SK

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 Ches-Gro, Inc.

DEPT. OF RECORDING \$13.00
 T#5555 TRAN 0149 03/16/90 10:48:00
 #0357 # 2 * 70-118159
 COOK COUNTY RECORDER

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	<u>David</u>	<u>Apter</u>
	<i>First Name</i>	<i>Last Name</i>
Registered Office	<u>180 North La Salle Street, Suite 1715</u>	
	<i>Number</i>	<i>Street</i>
	<u>Chicago</u>	<u>60601</u>
	<i>City</i>	<i>Zip Code</i>
		<u>Cook</u>
		<i>County</i>

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

Registered Agent	<u>David</u>	<u>Apter</u>
	<i>First Name</i>	<i>Last Name</i>
Registered Office	<u>650 Dundee Road, Suite 160</u>	
	<i>Number</i>	<i>Street</i>
	<u>Northbrook</u>	<u>60062</u>
	<i>City</i>	<i>Zip Code</i>
		<u>Cook</u>
		<i>County</i>

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 _____, 19 _____

(Exact Name of Corporation)

attested by _____
(Signature of Secretary or Assistant Secretary)

by _____
(Signature of President or Vice President)

(Type or Print Name and Title)

(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 January 26, 19 90

(Signature of Registered Agent of Record)

13 ⁰⁰

FILED
 FEB 08 1990
 Secretary of State
 Corporation Department

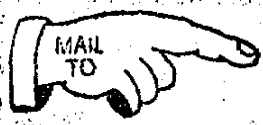
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Cook County Clerk's Office
1100 South Dearborn Street

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650 DUNDEE RD., SUITE 160
NORTHBROOK, IL 60062