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RCA 5.10/5.20 (Rev. Jul. 1984)

90336585

File # 5564 647 3

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Order, payable to "Secretary of
State".
DO NOT SEND CASH!

JIM EDGAR
Secretary of State
State of Illinois

This Space For Use By Secretary of State	
Date	
Filing Fee	\$8.00
Clerk	<i>PF</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.

- The name of the corporation is Charlotte Corporation
- The State or Country of Incorporation is Illinois
- 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:

FILED

Registered Agent Steven H. Layin
 First Name Middle Name Last Name

Registered Office 201 South LaSalle Suite 1580
 Number Street Suite No. (A P.O. Box alone is not acceptable)

Chicago 60604 Cook
 City Zip Code County

NOV 28 1989

Secretary of State
Corporation Department

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

Registered Agent Charlotte Lattol
 First Name Middle Name Last Name

Registered Office 800 E. Northwest Highway
 Number Street Suite No. (A P.O. Box alone is not acceptable)

Arlington Heights 60004 Cook
 City Zip Code County

- The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.
- The above change was authorized by: {"X" one box only}
 - By resolution duly adopted by the board of directors. (Note 5)
 - 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 October 31, 19 89

attested by Warren Lattol
 (Signature of Secretary or Assistant Secretary)

Warren Lattol, Secretary
 (Type or Print Name and Title)

Charlotte Corporation
 (Exact Name of Corporation)

by Charlotte Lattol
 (Signature of President or vice president)

Charlotte Lattol, 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 September 19, 19 89

[Signature]
 (Signature of Registered Agent of Record)

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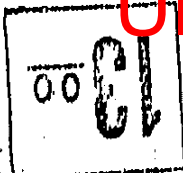
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Form BCA-5.10/5.20

File No. 5564 647 3

STATEMENT OF CHANGE OF REGISTERED
AGENT AND/OR REGISTERED OFFICE

Filing Fee \$5.00



RETURN TO:

Corporation Department
Secretary of State
Springfield, Illinois 62756
Telephone 217 -- 782-7808

58593306

58593306

C-133.4

Property of Cook County Clerk's Office

DEPT-01 RECORDS
TR5585 FROM 1957 07-13/90 10-48-00
BOOK 4 2-26-54-1113
COOK COUNTY RECORDS

1. The registered office may, but need not be the 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 address, 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 the President (or vice-president) and by the Secretary (or an assistant secretary).
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.

NOTES