

804514

Amendment

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Filed 3-11-65

8 pgs.

P-4516-xx

SEARS, ROEBUCK AND CO.

A New York Corp.

Affidavit increasing invested
capital to \$7,000,000

FILED IN OFFICE OF SECRETARY
OF STATE, STATE OF FLORIDA
by .pjt...ca... 3/11/65...

TOM ADAMS
SECRETARY OF STATE



Office of the
Secretary of State
 State of Florida
 Tallahassee
 32304

TOM ADAMS
 SECRETARY OF STATE

March 12, 1965

In reply refer to:
 corp-pjt

Messrs. Kahn, Adsit, Arnstein, Gluck, Weitzenfeld & Minow
 120 South La Salle Street
 Chicago, Illinois 60603

Attention: Maurice B. Wolf, Esquire

Gentlemen:

This will acknowledge your letter enclosing an amendment to the certificate of incorporation of **Sears, Roebuck and Co.** (affidavit increasing invested capital to \$7,000,000) and check for \$105.

The amendment has been filed in this office on **March 11, 1965.** A certificate to that effect is enclosed.

Sincerely,

TOM ADAMS
 Secretary of State

By
 (Mrs.) Ruby E. Smith
 Foreign Supervisor
 Corporations Division

RS/pjt

Enclosure

corp-28
 8-10-64

KAHN, ADSIT, ARNSTEIN, GLUCK, WEITZENFELD & MINOW

120 SOUTH LA SALLE STREET
CHICAGO 60603

HARRY M. KAHN
HAROLD G. ADSIT
LEO M. ARNSTEIN
DANIEL J. GLUCK
JOSEPH M. MINOW
BURTON Y. WEITZENFELD
PETER EDGE
MADISON P. NEILSON

FRANK C. HEALEY
MAURICE B. WOLF
THEODORE BERGER
LOUIS A. LEHR, JR.
JOHN F. MCCLURE
STUART N. GREENBERGER
EDWARD J. KAHN

ROBERT E. HONE
FRANK M. HARRIS
NATHAN M. KAUS
GUY E. RODRIGUE
FRED R. KAUFMANN, JR.
JAMES R. FRUCHTERMAN
JAMES T. DOUGHERTY
SHERMAN D. WEISS

ANDREW S. ADSIT
ARTHUR L. ALEIN
ROBERT M. SARATTA
IRVING GORDON
ROBERT I. URY
ROBERT J. BEISER
MICHAEL R. TURROFF
IRWIN A. GROSS

AREA CODE 312
CENTRAL 6 3985

CABLE ADDRESS
LALRA CHICAGO

CHARLES LEDERER
1001 1954
SIGMUND LIVINGSTON
1020 1948

March 8, 1965

Hon. Tom Adams
Secretary of State
Tallahassee, Florida

MAR 10 65 -2 35900 *****5.00
MAR 10 65 -2 35800 *** 100.00

Attention: Mrs. Ruby E. Smith
Foreign Supervisor
Corporation Division

Re: Sears, Roebuck and Co.
(Corp. -Pft.)

CO F-4516

RECEIVED
MAR 11 11 08 AM '65
LIBRARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir:

In accordance with your letter of March 5, 1965, we enclose check made payable to your order for \$105.00, covering the \$100 charter tax and \$5 filing fee on the affidavit of increased capital in Florida.

Yours very truly,

Maurice B. Wolf
Maurice B. Wolf

MBW:oe

Encl.

Notary Public in and for the County and State of
Illinois, do hereby certify that the foregoing is a true and
correct copy of the original as shown to me by the
aforesaid, this 1st day of March 1965.

Elizabeth G. Burchett
Notary Public for Cook County, Illinois

My Commission Expires: 6-29-65

March 5, 1965

In reply refer to:
corp-pjt

Messrs. Kahn, Adait, Arnstein, Gluck, Weitzenfeld & Minow
120 South La Salle Street
Chicago, Illinois 60603

Attention: Maurice B. Wolf, Esquire

Gentlemen:

This will acknowledge receipt of your letter of March 3, 1965, together with affidavit showing an increase in the amount of capital invested within the State of Florida for Sears, Roebuck and Co., a New York corporation.

As soon as we receive your check for \$105, to cover the \$100 charter tax and \$5 filing fee, the affidavit will be filed and usual evidence of filing forwarded to you.

Assuring you of our desire to be of assistance, I am

Sincerely,

TOM ADAMS
Secretary of State

By
(Mrs.) Ruby E. Smith
Foreign Supervisor
Corporations Division

RES/pjt

Notary Public in and for
aforesaid, this 1st day

1965.

Elinor G. Smith
Notary Public for Cook Co.

KAHN, ADSIT, ARNSTEIN, GLUCK, WEITZENFELD & MINOW

120 SOUTH LA SALLE STREET

CHICAGO 60603

AREA CODE 312
CENTRAL 6-3985

CABLE ADDRESS
'LALAA CHICAGO'

CHARLES LEDERER
1901 888
SOMERSET LIVINGSTON
1929 3417

HARRY N. KAHN
HAROLD C. ADSIT
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ROBERT J. URY
ROBERT J. GEIGER
MICHAEL R. TUROFF
IRWIN A. GROSS

March 3, 1965

Honorable Tom Adams
Secretary of State
Tallahassee, Florida

Attention: Mrs. Ruby F. Smith,
Foreign Supervisor,
Corporation Division

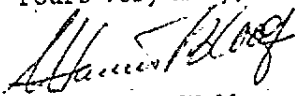
RECEIVED
MAR 5 9 58 AM '65
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Sears, Roebuck and Co.

Dear Sir:

In connection with the filing of subject company's
Certificate of Amendment of Certificate of Incorporation in
your office on March 1, 1965, we now enclose for filing the
company's Certificate of Amount of Capital Employed or To
Be Employed in Florida.

Yours very truly,



Maurice B. Wolf

MBW:jmp
Encl.

\$105 due

Notary Public in and for the County of
aforesaid, this 1st day of March

S T A T E O F F L O R I D A)
, 68
O F F I C E S E C R E T A R Y O F S T A T E)

I, TOM ADAMS, Secretary of State of the State of Florida, do hereby certify that SEARS, ROEBUCK AND CO., a New York corporation, has furnished this office with an affidavit as provided in Chapter 13640, Laws of Florida, Acts of 1929, to the effect that said corporation has increased its invested capital within the State of Florida from \$6,000,000 to \$7,000,000, and said corporation has paid an additional charter tax on said increase as provided by Law, plus the usual filing fee.

GIVEN UNDER my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 11th day of March, A. D. 1965.

(SEAL)

TOM ADAMS

S E C R E T A R Y O F S T A T E

Notary Public in and for the County and State aforesaid, this 11 day of March, 1965.

Elizabeth J. Dewalt

Illinois


STATE OF FLORIDA
 CERTIFICATE OR AMOUNT OF CAPITAL EMPLOYED
 AND/OR TO BE EMPLOYED IN THE STATE

RECEIVED
 MAR 11 11 08 AM '65
 STATE OF FLORIDA
 TALLAHASSEE, FLORIDA

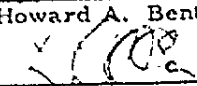
STATE OF ILLINOIS,)
) SS.
 COUNTY OF COOK.)

HOWARD A. BENTHIN and L. L. O'CONNOR, being first duly sworn
 oath, state that they are respectively a Vice President and the Secretary of SEARS,
 ROEBUCK AND CO., a corporation organized and existing under the laws of the
 State of New York which was heretofore granted permission to transact business
 in the State of Florida; that the maximum amount of capital of said Company em-
 ployed and/or to be employed in the State of Florida at any time during the current
 fiscal year of said corporation will not exceed Seven Million Dollars
(\$7,000,000.00) and that if the remainder, or a greater amount of its
 capital is employed in the State of Florida at any time, a report thereof shall be
 made to the Secretary of State of Florida not later than thirty (30) days after the
 close of its fiscal year in which said increase occurs, and the proper fees thereon
 shall be paid to the Secretary of State; and that this certificate is executed,
 acknowledged and filed in connection with the filing with the Secretary of State of
 Florida of a Certificate of Amendment of Certificate of Incorporation of SEARS,
 ROEBUCK AND CO., filed February 11, 1965, whereby (i) the aggregate number
 of shares which the corporation had authority to issue was increased from
 100,000,000 to 200,000,000, and such shares were designated common shares,
 par value \$1.50 per share, and (ii) each share of common stock, par value \$3
 per share, issued and outstanding immediately prior to the close of business on
 February 11, 1965 was, at the close of business on that date, changed into two
 common shares, par value \$1.50 per share.

APPROVED AND FILED



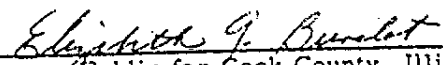
 Howard A. Benthin, Vice President



 L. L. O'Connor, Secretary

(Affix corporate seal)

SUBSCRIBED and SWORN to before me, a
 Notary Public in and for the County and State
 aforesaid, this 10th day of March, 1965.



 Notary Public for Cook County, Illinois
 My Commission Expires: 6-27-68

