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Amendment
Filed 6-24-88

pgs.

804516

C T CORPORATION SYSTEM



Associated with The Corporation Trust Company
208 SOUTH LA SALLE STREET, CHICAGO, ILL. 60604 • (312) 263-1414

June 8, 1988

RE: SEARS, ROEBUCK AND CO. (NEW YORK DOMESTIC)

COUNSEL: Venrice R. Palmer, Atty.
Sears, Roebuck and Co.
Sears Tower-51st Fl, Chgo, IL 60684

06/13/88 00138 005	
FOREIG AMENDMENTS	
AMENDMENT	20.00
=====	
TOTAL	20.00

Secretary of State
Corporate Records Bureau-P.O.Box 6327
Div. of Corp.-Dept. of State
Tallahassee, Florida 32314
Dear Sir/Madam:

307

Pursuant to instructions of Counsel, we enclose for filing the documents identified below:

- | | |
|---|--|
| <input type="checkbox"/> Incorporation | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Qualification | <input type="checkbox"/> A. Domestic |
| <input type="checkbox"/> Change of Agent/Office | <input type="checkbox"/> B. Foreign |
| <input type="checkbox"/> A. Domestic | <input type="checkbox"/> Dissolution |
| <input type="checkbox"/> B. Foreign | <input type="checkbox"/> A. Statement of Intent |
| <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> B. Certificate of Dissolution |
| <input checked="" type="checkbox"/> A. Domestic | <input type="checkbox"/> Withdrawal |
| <input checked="" type="checkbox"/> B. Foreign | <input type="checkbox"/> Other |

Kindly send evidence to the undersigned. If there are any problems, please call at this toll free number: 800-621-1112.

LRB/ele
encls.

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Name	
E. M. S. No.	
D. No.	gm
Signature	M
Date	M
Special Instructions	gm

Very truly yours,

C. T CORPORATION SYSTEM
Laura R Broderick
Laura R. Broderick
Service Division

SPECIAL INSTRUCTIONS:
Please file the attached documents and return usual evidence thereof in the self-addressed stamped envelope provided. Appropriate fees are herewith attached.

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO APPLICATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-3 must be completed)

1. Name of corporation as it appears within the records of the Department of State: SEARS, ROEBUCK AND CO.
2. Incorporated under laws of: New York
3. Date authorized to do business in Florida: February 1, 1936

SECTION II (4-8 complete only the applicable changes)

4. If the amendment changes the name of the corporation, has the change been effected under the laws of its jurisdiction of incorporation? (please check) Yes No If yes, when N/A
5. Name of corporation after amendment, adding suffix "corporation," "company" or "incorporated" if not contained in new name of the corporation N/A
6. If the amendment changes, limits or enlarges the business it proposes to do in this state, is the corporation authorized to do such business under the laws of its jurisdiction of incorporation? (please check) Yes No
7. Change business purposes within Florida to: N/A
8. Change authorized shares of stock as follows: To increase the authorized shares from 500,000,000 common shares at \$.75 par value to 1,000,000,000 common shares at \$.75 par value. No change in preferred shares authorized.

SECTION III (9-11 must be completed)

9. Signature of President or Vice-President: David Shute
David Shute, Senior Vice President
10. Signature of Secretary or Assistant Secretary: Richard F. Kotz
Richard F. Kotz, Assistant Secretary
11. NOTARIZATION:

State of Illinois County of Cook

The foregoing instrument was acknowledged before me this _____ day of June, 19 88, by (name of officer) Richard F. Kotz, (title of officer) Assistant Secretary of (name of corporation) SEARS, ROEBUCK AND CO.

a ~~XXXX~~ (state ~~XXXXXXXXXX~~ New York) corporation, on behalf of the corporation.

OFFICIAL SEAL
DIANE M. SCHEIDER
NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXP. NOV. 16, 1991

Diane M. Scheider
(Notary Public)

(SEAL)