2009 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F94000004768

Entity Name: GYMBOREE PLAY PROGRAMS, INC.

FILED Apr 28, 2009 Secretary of State

Current Principal Place of Business: New Principal Place of Business: 500 HOWARD ST SAN FRANCISCO, CA 94105 LIS **Current Mailing Address: New Mailing Address:** 500 HOWARD ST SAN FRANCISCO, CA 94105 US FEI Number: 94-3206460 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired () Name and Address of Current Registered Agent: Name and Address of New Registered Agent: THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET, STE 105 TALLAHASSEE, FL 32301 U The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. SIGNATURE: Electronic Signature of Registered Agent Date Election Campaign Financing Trust Fund Contribution (). **OFFICERS AND DIRECTORS:** ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS: Title: () Delete Title: CEOD (X) Change () Addition MCCAULEY, MATTHEW MCCAULEY, MATTHEW K CEO/D Name: Name: 500 HOWARD ST 500 HOWARD ST Address: Address: City-St-Zip: SAN FRANCISCO, CA 94105 City-St-Zip: SAN FRANCISCO, CA 94105 VΡ Title: VΡ Title: () Delete (X) Change () Addition GUSTAFSON, LYNDA Name: Name: GUSTAFSON, LYNDA VP 500 HOWARD ST 500 HOWARD ST Address: Address: SAN FRANCISCO, CA 94105 City-St-Zip: City-St-Zip: SAN FRANCISCO, CA 94105 () Delete Title: (X) Change () Addition Title: ARMSTRONG, MARINA ARMSTRONG, MARINA S Name: Name: 500 HOWARD ST 500 HOWARD ST Address: Address: City-St-Zip: SAN FRANCISCO, CA 94105 City-St-Zip: SAN FRANCISCO, CA 94105 Title: () Delete Title: CFOD (X) Change () Addition LAMBERT, BLAIR LAMBERT, BLAIR W CFO/D Name: Name: Address: 500 HOWARD ST Address: 500 HOWARD ST City-St-Zip: SAN FRANCISCO, CA 94105 SAN FRANCISCO, CA 94105 City-St-Zip: Title: Title: (X) Change () Addition () Delete JOHNSTON, JILL Name: Name: LYNDA, GUSTAFSON VP 500 HOWARD STREET Address: 500 HOWARD STREET Address: City-St-Zip: SAN FRANCISCO, CA 94105 City-St-Zip: SAN FRANCISCO, CA 94105

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears above, or on an attachment with an address, with all other like empowered.

SIGNATURE: LYNDA GUSTAFSON VP 04/28/2009