F05000005467

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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RA Change

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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2008 SEP 26 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AJR 9/26/08

CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 735869 4806491

AUTHORIZATION

COST LIMIT : $ 35.00

ORDER DATE : September 25, 2008

ORDER TIME : 8:53 AM

ORDER NO. : 735869-010

CUSTOMER NO: 4806491

CHANGE OF AGENT

NAME: NAKED JUICE CO. HOLDINGS, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Cindy Harris

EXAMINER'S INITIALS: ________

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Pennsylvania *in order to change its registered office or registered agent, or both, in the State of Florida.*

1. The name of the corporation: Naked Juice Co. Holdings, Inc.
2. The principal office address: 555 West Monroe, Chicago, IL 60661
3. The mailing address (if different): 700 Anderson Hill Road, Tax 1/3, Purchase, NY 10577
4. Date of incorporation/qualification: 09/22/2005 Document number: F05000005467
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Registered Agent Solutions, Inc.
155 Office Plaza Dr., Ste. A
Tallahassee, FL 32301

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Corporation Service Company
1201 Hays Street
(P.O. Box NOT acceptable)
Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Thomas H. Tamoney — (Signature of an officer or director)

Thomas H. Tamoney, Jr., Vice Pres. — (Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Corporation Service Company
By: — (Signature of Registered Agent)

Michelle R. Vannoy — (Date)

If signing on behalf of an entity:

Michelle R. Vannoy, Asst. VP
(Typed or Printed Name)

*** * * FILING FEE: $35.00 * * ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2E045 (8/05)