

805422

Return to: CSC
1201 Hays Street
Tallahassee, FL 32301

ACCOUNT NO. : 072100000032
REFERENCE : 118939 7115793
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 35.00

ORDER DATE : February 1, 1999

ORDER TIME : 10:01 AM

ORDER NO. : 118939-020

900002763269--5

CUSTOMER NO: 7115793

CUSTOMER: Brad R. Mays, Director
Proffitt's, Inc.
750 Lakeshore Parkway
Birmingham, AL 35211

CHANGE OF AGENT

NAME: SAKS & COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Christopher Smith

RECEIVED
99 FEB -3 AM 10:37
DIVISION OF CORPORATION

FILED
99 FEB -3 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 2/3

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

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, the undersigned corporation organized under the laws of the State of New York submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: SAKS & COMPANY

2. The mailing address of the corporation is: 750 LAKESHORE PKWY
BIRMINGHAM, AL 35211

3. Date of incorporation/qualification: October 24, 1941 Document number: 808422

4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

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.

(Signature of an officer, chairman or vice chairman of the board)

1/22/99
(Date)

JOAN F. KREY, Secretary

(Printed or typed name and title)

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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.

Corporation Service Company

Karen B Rozar
(Signature of Registered Agent)

2-7-99
(Date)

If signing on behalf of an entity:

KAREN B. ROZAR

Assistant Vice President

(Typed or Printed Name)

(Capacity)