



F 98000006180

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NOV 15 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 440137 5019639

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pizzit*

ORDER DATE : October 28, 1999

ORDER TIME : 10:08 AM

ORDER NO. : 440137-275

CUSTOMER NO: 5019639

800003043928--7

CUSTOMER: Shella Lieberman, Legal Asst  
Nine West Group Inc.  
Nine West Plaza  
1129 Westchester Avenue  
White Plains, NY 10604-3529

CHANGE OF AGENT

NAME: JONES MANAGEMENT SERVICE  
COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

           CERTIFIED COPY  
XX PLAIN STAMPED COPY

CONTACT PERSON: Janna Wilson

C. COULLIETTE NOV 15 1999

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99 NOV 15 AM 11:30  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

# 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 Delaware 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: Jones Management Service Company
2. The mailing address of the corporation is: 200 West 9th Street Plaza, Suite 200,  
Wilmington, DE 19801
3. Date of incorporation/qualification: November 09, 1998 Document number: F98000006180
4. The name and address of the current registered agent and office:

C T 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, Florida 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.

Joseph T. Donnalley  
(Signature of an officer, chairman or vice chairman of the board)

10/25/99  
(Date)

Joseph T. Donnalley, Assistant Secretary  
(Printed or typed name and title)

*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.*

By: Carol K. Dolor  
(Signature of Registered Agent)

November 12, 1999  
(Date)

If signing on behalf of an entity:

Carol K. Dolor  
(Typed or Printed Name)

Assistant Vice President  
(Capacity)

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