P01000069846

(Requestor's Name)			
(Address)			
(Address)			
(City/State/Zip/Phone #)			
PICK-UP WAIT MAIL			
(Business Entity Name)			
(Document Number)			
Certified Copies Certificates of Status			
Special Instructions to Filing Officer:			

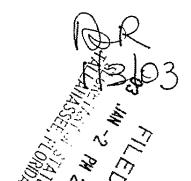
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ACCOUNT NO. : 072100000032

REFERENCE

COST LIMIT : \$ 35.00

ORDER DATE: December 23, 2002

ORDER TIME: 11:39 AM

ORDER NO. : 868782-210

CUSTOMER NO: 4720431

CUSTOMER: Ms. Tina Grodziski

Charming Shoppes, Inc.

450 Winks Lane

Bensalem, PA 190200000

CHANGE OF AGENT

NAME: CATHERINES #5868, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY XX PLAIN STAMPED COPY

CONTACT PERSON: Ta-tanisha Adams -- EXT# 1131

EXAMINER:

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

Pursuant to the	he provisions of sections 607.0502, (617.0502, 607.1508, or 617.1508, Florida Statutes,	
this statement	of change is submitted for a corporat	tion organized under the laws of the State of	
Florida	in order to change its regist	ered office or registered agent, or both, in the State	
of Florida.			
1. The name of the corporation: CATHERINES #5868, INC.			
2. The principal office address: 450 Winks Lane, Bensalem, PA 19020			
2. The principal office audiess. 450 winks have, bensarem, FA 19020			
3. The mailing address (if different):			
4. Date of inco	orporation/qualification: July 16, 20	Document number: P01000069846	
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:			
11011000 20 01			
	C T Corporation System		
	1200 South Pine Island Road		
	Plantation, FL 33324		
£ 775		<u></u>	
6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):			
changeu).	Corporation Service Company		
1201 Hays Street (P.O. Box or personal mailbox NOT acceptable)			
	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, or the comparation has been notified in writing of the change.			
authorized by the board, or the corporation has been notified in writing of the change.			
- X I III I I	cer, chairman or vice chairman of the board)	Maureen Cullen, Attorney-in-Fact (Printed or typed name and title)	
Thereby 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.			
- Valgue	line M. Cull	December 31, 2002 (Date)	
15-1	(Signature of Registered Agent)	(Daid)	
If sighing on behalf of an entity:			
Jacqueline N	(Typed or Printed Name)	Assistant Vice President (Capacity)	

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