

2006 FOR PROFIT CORPORATION ANNUAL REPORT


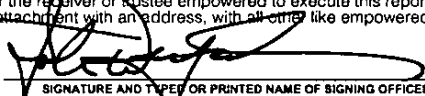
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Apr 25, 2006 8:00 am
Secretary of State

04-25-2006 90106 014 ***158.75

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04172006 Chg-P CR2E034 (11/05)

DOCUMENT # P05869					
1. Entity Name WHITEHALL JEWELLERS, INC.					
Principal Place of Business 155 NO WACKER DR CHICAGO, IL 60606 US			Mailing Address 155 N. WACKER DR. CHICAGO, IL 60606-1719 US		
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State			
Zip	Country	Zip	Country	4. FEI Number 36-1433610	
				Applied For Not Applicable	
5. Certificate of Status Desired <input checked="" type="checkbox"/>			\$8.75 Additional Fee Required		
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324			Name		
			Street Address (P.O. Box Number is Not Acceptable)		
			City		
			FL Zip Code		
8. 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. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ DATE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small>					
FILE NOW!!! FEE IS \$150.00 After May 1, 2006 Fee will be \$550.00		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/>		\$5.00 May Be Added to Fees	
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CEOP BATER, LUCINDA 155 N. WACKER DR CHICAGO, IL 60606 <input checked="" type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	PRESIDENT/CEO ROBERT BAUMGARDNER 155 N WACKER DR CHICAGO IL 60606 <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VTD DESJARDINS, JOHN 155 N WACKER DR CHICAGO, IL <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	EXECUTIVE VICE PRESIDENT TREASURER/CFO <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VD PATINKIN, MATTHEW 155 N. WACKER DR CHICAGO, IL <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	EXECUTIVE VICE PRESIDENT <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVP NICODEMUS-VOLKER, DEBBIE 155 N. WACKER DR CHICAGO, IL 60606 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V GILBERT, ROBERT 155 N. WACKER DR. CHICAGO, IL <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained 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 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 in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: 		JOHN DESJARDINS		AS EXECUTIVE VICE PRESIDENT WHITEHALL JEWELLERS, INC. APRIL 20, 2006 312-782-6800	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		Date		Daytime Phone #	

4/17/2006

WHITEHALL JEWELLERS, INC.
FEIN: 36-1433610
CORPORATE OFFICERS

ATTACHMENT

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#P05869

Name	Office	Address	City and State	ZIP	Phone Number
Robert Baumgardner	President / CEO	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
John Desjardins	Executive Vice President CFO/Treasurer	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Matthew Patinkin	Executive Vice President Assistant Secretary	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Debbie Nicodemus-Volker	Executive Vice President	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Robert Evans	Executive Vice President	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Jean FitzSimon	Executive Vice President General Counsel, Secretary	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
David Harcourt	Senior Vice President	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Robert Gilbert	Senior Vice President Assistant Secretary	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Dawn Kennedy	Senior Vice President Assistant Secretary	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Tina Perkins	Senior Vice President	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Tim Kelly	Vice President IT	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
David Harris	Vice President Operations	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Jeanne Lenz	Vice President Planning	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Ted Dulles	Vice President LP	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Anita Fink	Vice President Operations	155 North Wacker Drive	Chicago, Illinois	60606	(312) 782-6800

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WHITEHALL JEWELLERS, INC.

FEIN: 36-1433610

BOARD OF DIRECTORS

Name	Office	Address	City and State	Zip Code
Norman Patinkin	Director	155 North Wacker Drive	Chicago, Illinois	60606
Sanford Shkolnik	Director	155 North Wacker Drive	Chicago, Illinois	60606
Richard K. Berkowitz	Director	155 North Wacker Drive	Chicago, Illinois	60606
Daniel Levy	Director	155 North Wacker Drive	Chicago, Illinois	60606
Robert L. Baumgardner	Director	155 North Wacker Drive	Chicago, Illinois	60606
Edward Dayoob	Director	155 North Wacker Drive	Chicago, Illinois	60606
Jonathan Duskin	Director	155 North Wacker Drive	Chicago, Illinois	60606
Seymour Holtzman	Director	155 North Wacker Drive	Chicago, Illinois	60606
Charles G. Phillips	Director	155 North Wacker Drive	Chicago, Illinois	60606