

2007 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
May 01, 2007 8:00 am
Secretary of State

05-01-2007 90049 032 ***158.75

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 - No P.O. Box # 125 SOUTH WACKER DRIVE		3. Mailing Address 125 SOUTH WACKER DRIVE			
Suite, Apt. #, etc. SUITE 2600		Suite, Apt. #, etc. SUITE 2600			
City & State CHICAGO, IL		City & State CHICAGO, IL			
Zip 60606-4475	Country US	Zip 60606-4475	Country US	4. FEI Number 36-1433610	
5. Certificate of Status Desired <input checked="" type="checkbox"/>				Applied For <input type="checkbox"/> Not Applicable	
6. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324				7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City <div style="display: flex; justify-content: space-between;"> FL Zip Code </div>	
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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____ <small>Signature, typed or printed name of registered agent and title if applicable.</small>					
FILE NOW!!! FEE IS \$150.00 After May 1, 2007 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 BAUMGARDNER, ROBERT <input type="checkbox"/> Delete 155 N. WACKER DR CHICAGO, IL 60606		TITLE NAME STREET ADDRESS CITY-ST-ZIP	EDWARD DAYOOB <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 125 S WACKER DR CHICAGO IL 60606	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVPT DESJARDINS, JOHN <input type="checkbox"/> Delete 155 N WACKER DR CHICAGO, IL		TITLE NAME STREET ADDRESS CITY-ST-ZIP	MICHAEL DON <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 125 S WACKER DR CHICAGO IL 60606	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVP PATINKIN, MATTHEW <input type="checkbox"/> Delete 155 N. WACKER DR CHICAGO, IL		TITLE NAME STREET ADDRESS CITY-ST-ZIP	MARK FUNASAKI <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 125 S WACKER DR CHICAGO IL 60606	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVP NICODEMUS-VOLKER, DEBBIE <input type="checkbox"/> Delete 155 N. WACKER DR CHICAGO, IL 60606		TITLE NAME STREET ADDRESS CITY-ST-ZIP	SENIOR VICE PRESIDENT <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition ROBERT NACHWALTER 125 S WACKER DR CHICAGO IL 60606	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	V GILBERT, ROBERT <input type="checkbox"/> Delete 155 N. WACKER DR. CHICAGO, IL		TITLE NAME STREET ADDRESS CITY-ST-ZIP	SENIOR VICE PRESIDENT <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 125 S WACKER DR CHICAGO IL 60066	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CFO BATER, LUCINDA <input type="checkbox"/> Delete 155 NORTH WACKER DR CHICAGO, IL 60605		TITLE NAME STREET ADDRESS CITY-ST-ZIP	SENIOR VICE PRESIDENT <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition DAWN KENNEDY 125 S WACKER DR CHICAGO IL 60606	
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, in all other like empowered.					
SIGNATURE: <i>Michael Don</i> , EVP <small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>			MICHAEL DON EXECUTIVE VICE PRESIDENT/CFO		
Date			04/23/2007		
Daytime Phone #			312-782-6800		

4/21/2007

WHITEHALL JEWELLERS, INC.

FEIN: 36-1433610

CORPORATE OFFICERS

ATTACHMENT

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Name	Office	Address	City and State	ZIP	Phone Number
Edward Dayoob	Chief Executive Officer	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Michael Don	Executive Vice President Chief Financial Officer	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Mark Funasaki	Executive Vice President Chief Administrative Officer	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Robert Nachwalter	Senior Vice President General Counsel, Secretary	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Robert Gilbert	Senior Vice President Assistant Secretary	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Dawn Kennedy	Senior Vice President Assistant Secretary	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
David Harris	Senior Vice President	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Ted Dulles	Vice President LP	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Steve Johannes	Vice President Operations	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Sharankishor Desai	Vice President Internal Audit	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Steve Seplak	Vice President Merchandise	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Janet Vorenkamp	Vice President Marketing	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Cynthia Maignan	Vice President Merchandise	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Judy Fisher	Vice President Merchandise	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800
Ethel Turner	Vice President Distribution	125 South Wacker Drive	Chicago, Illinois	60606	(312) 782-6800

4/24/2007

WHITEHALL JEWELLERS, INC.

ATTACHMENT 40096469

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FEIN: 36-1433610

BOARD OF DIRECTORS

Name	Office	Address	City and State	Zip Code
Edward Dayoob	Chairman of the Board	125 South Wacker Drive	Chicago, Illinois	60606
William R. Lazor	Director	125 South Wacker Drive	Chicago, Illinois	60606
Jonathan Duskin	Director	125 South Wacker Drive	Chicago, Illinois	60606
Seymour Holtzman	Director	125 South Wacker Drive	Chicago, Illinois	60606
Charles G. Phillips	Director	125 South Wacker Drive	Chicago, Illinois	60606