

PO8916



ACCOUNT NO. : 072100000032

REFERENCE : 382467 4801730

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 35.00

ORDER DATE : September 21, 1999

ORDER TIME : 1:08 PM

ORDER NO. : 382467-045

CUSTOMER NO: 4801730

900002998159--5

CUSTOMER: Kevin A. Carey, Legal Asst
Robinson, Silverman, Pearce,
32nd Floor
1290 Avenue Of The Americas
New York, NY 10104

EA
Change

CHANGE OF AGENT

NAME: BARNES & NOBLE COLLEGE
BOOKSTORES, INC.

FILED
99 SEP 27 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

RECEIVED
99 SEP 27 PM 2:38
DEPARTMENT OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

DR
9/28/99

**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: BARNES & NOBLE COLLEGE BOOKSTORES, INC.
2. The mailing address of the corporation is: 33 E 17TH ST.
NEW YORK, NY 10003-2004
3. Date of incorporation/qualification: February 23, 1986 Document number: P08916
4. The name and address of the current registered agent and office:

United Corporate Services Inc.

Suite 305, 801 NE 167th St

North Miami Beach, FL 33162

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.

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

7/12/99
(Date)

Jay Dorman, Esq., Asst. Sec.

(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.

Corporation Service Company

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

September 24, 1999
(Date)

If signing on behalf of an entity:

CAROL K. DOLOR
(Typed or Printed Name)

Assistant Vice President
(Capacity)

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

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