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0625921

Commonwealth of Kentucky  
Alison Lundergan Grimes, Secretary of State

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Alison Lundergan Grimes  
KY Secretary of State  
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Alison Lundergan Grimes  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<http://www.sos.ky.gov>

Statement of Change of  
Registered Office, Registered  
Agent, or Both

RAC

Pursuant to the provisions of KRS chapters 271B, 273, 275, or 362, the undersigned hereby applies to change the registered office, registered agent, or both on behalf of

**FOREVER 21 RETAIL, INC.**

which is organized in the state of California, and for that purpose submits the following statements:

**1. Name of current registered agent**

NATIONAL REGISTERED AGENTS, INC.

**2. Registered agent is hereby changed to:**

National Registered Agents, Inc.

**3. Address of current registered office**

400 WEST MARKET STREET  
SUITE 1800  
LOUISVILLE, KY 40202

**4. Registered office is hereby changed to:**

306 W. MAIN STREET  
SUITE 512  
FRANKFORT, KY 40601

**5. Signature of officer or chairman of the board**

Kathleen Fritz,  
Signature and Title

Type or print name and title

2/4/2013 11:07 AM  
Date

**6. Consent of new agent**

I consent to serve as the new registered agent on behalf of this corporation.

Kathleen Fritz  
Signature and Title

Type or print name and title