

**Commonwealth of Kentucky**  
**Alison Lundergan Grimes, Secretary of State**

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Alison Lundergan Grimes  
KY Secretary of State  
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PPOC

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Secretary of State  
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**Statement of Change of  
Principal Office Address**

**POC**

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

**Liquor Stores USA Holdings Inc.**

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

**1. Address of current principal office**

921 Beaumont Centre Parkway  
Suite 513  
Lexington, KY 40513

**2. Principal office is hereby changed to:**

CORPORATE OFFICE-LIQUOR BARN  
9920 CORPORATE CAMPUS DRIVE  
SUITE 2000  
LOUISVILLE, KY 40223

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

Stephen Bebis, President

Signature and Title

Type or print name and title

5/6/2015 8:03 PM

Date