

**Commonwealth of Kentucky
Elaine N. Walker, Secretary of State**

0502077
Elaine N. Walker
Secretary of State
Received and Filed
6/28/2011 3:48:32 PM
Fee receipt: \$10.00

PPOC

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

**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

GRACE HOLMES, INC.

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

1. Address of current principal office

2 PENN PLAZA
26TH FLOOR, ATTN: GENERAL COUNSEL
NY, NY 10121

2. Principal office is hereby changed to:

770 BROADWAY
12TH FLOOR, ATTN: GENERAL COUNSEL
NY, NY 10003

3. Signature of officer or chairman of the board

NICHOLAS LAMBERTI, ASSISTANT TREASURER

Signature and Title

Type or print name and title

6/28/2011 3:48 PM

Date