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|--|---|---|---|--------------|--------------------|-------------|-------------------------------|-------------|--------------|------------|-------------------------------------|--|--|--|--|--|
| No. C101368 | Annual Report Form 1996 Due No Later Than November 30, | | 2. Registered Agent and Office NOT A P.O. BOX | | | | | | | | | | | | | |
| Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED * FIRST NOTICE * | 1. Mailing Address - Please Correct, If Not Correct STS PARTNER CORPORATION 3333 BEVERLY RD BS-266A, D17687A SEARS TOWER 3/970TAX HOFFMAN ESTATES ILLINOIS SSC 6-25 CHICAGO IL 60684 60179 | | C T CORPORATION SYSTEM 300 N 6TH ST BOISE ID 83701 3. Organized Under the Laws of: NY C101368 | | | | | | | | | | | | | |
| 4. Corporations: Enter Names and Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one) <table border="0" style="width:100%"> <tr> <td style="text-align:center"><u>Office held</u></td> <td style="text-align:center"><u>Name</u></td> <td style="text-align:center"><u>Street or P.O. Address</u></td> <td style="text-align:center"><u>City</u></td> <td style="text-align:center"><u>State</u></td> <td style="text-align:center"><u>Zip</u></td> </tr> <tr> <td colspan="6" style="text-align:center; padding-top: 20px;"> ** SEE ATTACHED STATEMENT ** </td> </tr> </table> | | | | | <u>Office held</u> | <u>Name</u> | <u>Street or P.O. Address</u> | <u>City</u> | <u>State</u> | <u>Zip</u> | ** SEE ATTACHED STATEMENT ** | | | | | |
| <u>Office held</u> | <u>Name</u> | <u>Street or P.O. Address</u> | <u>City</u> | <u>State</u> | <u>Zip</u> | | | | | | | | | | | |
| ** SEE ATTACHED STATEMENT ** | | | | | | | | | | | | | | | | |
| 5. NATURE OF BUSINESS HOLDING COMPANY | | 6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. Signature <u><i>Susan Penway</i></u> Date <u>7/22/96</u> Name (Typed or Printed) <u>SUSAN PENWAY</u> Title <u>DIRECTOR</u> <u>STATE INCOME TAX</u> <u>(DELEGATED)</u> | | | | | | | | | | | | | | |

ISSUED: 07-06-1996

3290

STS Partner Corporation
Officers and Directors
December 31, 1995

| | | |
|-----------------|-----------------------|---|
| President | Russell S. Davis | 3333 Beverly Rd., Hoffman Estates, IL 60179 |
| Vice President | Alan J. Lacy | 3333 Beverly Rd., Hoffman Estates, IL 60179 |
| Secretary | Warren F. Grienberger | 3333 Beverly Rd., Hoffman Estates, IL 60179 |
| Treasurer | Joseph A. Smialowski | 3333 Beverly Rd., Hoffman Estates, IL 60179 |
| Asst. Treasurer | James D. Constantine | 3333 Beverly Rd., Hoffman Estates, IL 60179 |

| | | |
|------------|----------------------|---|
| Director 1 | Russell S. Davis | 3333 Beverly Rd., Hoffman Estates, IL 60179 |
| Director 2 | Alan J. Lacy | 3333 Beverly Rd., Hoffman Estates, IL 60179 |
| Director 3 | Joseph A. Smialowski | 3333 Beverly Rd., Hoffman Estates, IL 60179 |

STS PARTNER CORPORATION

Pursuant to the authority vested in me by the By-Laws of STS Partner Corporation (STS Partner), I, Alan J. Lacy, Vice-President, hereby appoint and designate the following Sears, Roebuck and Co. Tax Department personnel:

James A. Blanda
Vice President and Controller, Finance

Carol W. Garnant
Senior Director, Taxes

Susan Penway
Senior Tax Manager, State Income

to sign, execute and deliver on behalf of and in the name of STS Partner with respect to every state of the United States, and any jurisdiction therein and the District of Columbia, any of the following instruments:

1. State Income Tax Returns, Franchise Tax Returns, and Annual Reports.
2. Pleadings, bonds, petitions, affidavits and other documents and instruments pertaining to the conduct of litigation, administrative proceedings, and/or audits including income and franchise taxes.

All previous Delegations of Authority relating to the same subject matter to the within-named persons are hereby revoked and superseded.

This Delegation of Authority shall become effective upon the date hereof and shall continue in effect thereafter so long as the within-named persons remain in the above-designated position or until revoked by me or the current Vice President of STS Partner. The termination of this Delegation of Authority shall not invalidate any of the above-mentioned instruments which may have been executed and delivered during the effective term hereof.

IN WITNESS WHEREOF, the undersigned has set his hand as Vice-President of STS Partner Corporation this 23rd day of February, 1996.


Alan J. Lacy
Vice-President
STS Partner Corporation

ATTEST:


James Constantine
Treasurer