



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$20.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Corporation
Statement of Change of Registered Agent by the Corporation**

(Section 7-1.2-1409 of the General Laws of Rhode Island, 1956, as amended)

SECTION I

The name of the corporation is HOT TOPIC, INC.

SECTION II

The address of the registered office as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:

10 WEYBOSSET STREET PROVIDENCE , RI 02903

The name of the registered agent as PRESENTLY shown in the corporate records on file with the Rhode Island Secretary of State is:

CT CORPORATION SYSTEM

SECTION III

The address of the NEW registered office is:

No. and Street: 222 JEFFERSON BOULEVARD
SUITE 200

City or Town: WARWICK

State: RI

Zip: 02888

The name of the NEW registered agent is: CORPORATION SERVICE COMPANY

SECTION IV

The appointment of a new registered agent and the new registered office, as the case may be, shall become effective upon the filing of this statement, or on

(a date not prior to, nor more than 30 days after, filing this statement)

Signed this 8 Day of December, 2011 at 3:24:52 PM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

MAUREEN CATHELL, VICE PRESIDENT

Signature of Authorized Officer of the Corporation

Revised 09/07

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