

Document Number Only

F000000006313

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

700003460797-1
-11/13/00-01037-003
*****70.00 *****70.00

Venator Group Corporate Services

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Limited Liability Partnership

☐ Fictitious Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

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Name

Availability

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Examiner

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Verifier

Acknowledgment

W.P. Verifier

11/13

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THANKS

CONNIE BRYAN

CR2E031 (1-89)

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Venator Group Corporate Services, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 22-2223346
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 11, 1978 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. February 1, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3543 Simpson Ferry Road
Camp Hill, PA 17011
(Current mailing address)

8. Any and all lawful business for which corporations may be formed in Florida, including retail and administrative services
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T Corporation System

Jonathan R. Giddings
Assistant Secretary

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: SEE ATTACHED LIST

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: SEE ATTACHED LIST

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Kevin M. Clarke*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Sheilagh M. Clarke, Secretary
(Typed or printed name and capacity of person signing application)

Venator Group Corporate Services, Inc.

Directors:

Bruce L. Hartman
112 West 34th Street, New York, NY 10120

Dale W. Hilpert
112 West 34th Street, New York, NY 10120

Matthew D. Serra
112 West 34th Street, New York, NY 10120

Officers:

Dale W. Hilpert
112 West 34th Street, New York, NY 10120

Matthew D. Serra
112 West 34th Street, New York, NY 10120

Jeffrey L. Berk
112 West 34th Street, New York, NY 10120

Bruce L. Hartman
112 West 34th Street, New York, NY 10120

Terry Talley
112 West 34th Street, New York, NY 10120

Gary H. Brown
112 West 34th Street, New York, NY 10120

John H. Cannon
112 West 34th Street, New York, NY 10120

Robert W. McHugh
112 West 34th Street, New York, NY 10120

Donald F. Yost
112 West 34th Street, New York, NY 10120

Sheilagh M. Clarke
112 West 34th Street, New York, NY 10120

Peter D. Brown
112 West 34th Street, New York, NY 10120

Nancy Herman
112 West 34th Street, New York, NY 10120

James P. Mullin
112 West 34th Street, New York, NY 10120

Jeremy Nowak
112 West 34th Street, New York, NY 10120

Henry R. Rouda
112 West 34th Street, New York, NY 10120

Chairman

President

Senior Vice President

Senior Vice President

Senior Vice President

Vice President

Vice President and Treasurer

Vice President

Vice President

Secretary

Assistant Treasurer

Assistant Treasurer

Assistant Secretary

Assistant Secretary

Assistant Secretary

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

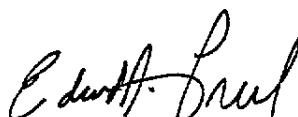
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VENATOR GROUP CORPORATE SERVICES INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.




Edward J. Freel, Secretary of State

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AUTHENTICATION: 0781804

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DATE: 11-08-00

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DELAWARE