

F04000006442

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

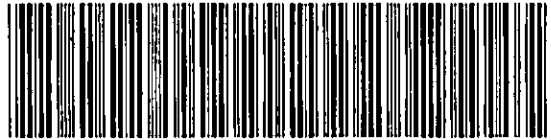
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FEB 18 2019
S. YOUNG

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19 FEB 14 PM 6:15
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Nautica Retail USA, Inc

(Name of Corporation)

DOCUMENT NUMBER: F04000006442

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this
matter to the following:

Kevin Deering

(Name of Person)

Aeropostale, Inc.

(Firm/Company)

125 Chubb Avenue 5Th Floor

(Address)

Lyndhurst, NJ 07071

(City/State and Zip code)

For further information concerning this matter, please call:

Kevin Deering at 201 508-5564

(Name of Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the amount:

☐ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is Enclosed) ☒ \$52.50 Filing Fee. Certificate of Status & Certified Copy (Additional copy is enclosed)

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL.32314

STREET ADDRESS:

Amendment Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL. 32301

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF
AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Nautica Retail USA, Inc

(Name of Corporation)

F04000006442

(Document Number of Corporation (if known))

Delaware

(Incorporated Under Laws of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

125 Chubb Avenue 5th Floor

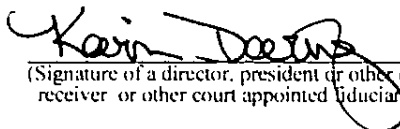
(Mailing Address)

Lyndhurst, NJ 07071

(City/ State /Zip)

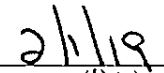
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19 FEB 14 PM 6:17
TALLAHASSEE, FLORIDA

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Kevin Deering

(Typed or printed name of person signing)


(Date)
Assistant Treasurer of Nautica Retail USA
Inc., now known as Nautica Retail USA LLC
in its domestic state.

(Title of person signing)

FILING FEE \$35

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "NAUTICA RETAIL USA LLC" IS DULY FORMED
UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND
HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS
OF THE SEVENTEENTH DAY OF JANUARY, A.D. 2019.



2305587 8300

SR# 20190346896

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202102846

Date: 01-17-19

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "NAUTICA RETAIL USA, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NAUTICA RETAIL USA, INC." TO "NAUTICA RETAIL USA LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF APRIL, A.D. 2018, AT 1:46 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE TWENTY-NINTH DAY OF APRIL, A.D. 2018 AT 11:58 O'CLOCK P.M.



2305587 8100V
SR# 20183016277

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202588337
Date: 04-26-18

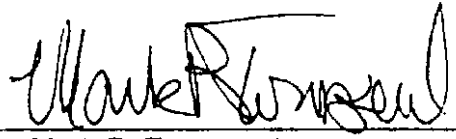
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 18-214
OF THE
DELAWARE LIMITED LIABILITY COMPANYACT

The undersigned, being authorized to execute and file this Certificate of Conversion of Nautica Retail USA, Inc. (the "Corporation"), hereby certifies the following:

1. The Corporation was first incorporated in Delaware on August 3, 1992.
2. The jurisdiction immediately prior to filing this Certificate is Delaware.
3. The name of the Corporation immediately prior to filing this Certificate is Nautica Retail USA, Inc.
4. The name of the Limited Liability Company as set forth in the Certificate of Formation is Nautica Retail USA LLC.
5. This filing shall be effective as of April 29, 2018 at 11:58 p.m.

25th IN WITNESS WHEREOF, the undersigned have executed this Certificate on the day of April, 2018.

NAUTICA RETAIL USA, INC.

By: 
Mark R. Townsend
Assistant Secretary

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "NAUTICA RETAIL USA LLC" FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF APRIL, A.D. 2018, AT 1:46 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE TWENTY-NINTH DAY OF APRIL, A.D. 2018 AT 11:58 O'CLOCK P.M.



2305587 8100V
SR# 20183016277

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202588837
Date: 04-26-18

CERTIFICATE OF FORMATION
OF
NAUTICA RETAIL USA LLC

This Certificate of Formation of Nautica Retail USA LLC (the "**Company**") being duly executed and filed by the undersigned.


FIRST: The name of the limited liability company is Nautica Retail USA LLC.

SECOND: The address of the registered office of the limited liability company in the State of Delaware is c/o Corporation Service Company, 251 Little Falls Drive, City of Wilmington, County of New Castle, Delaware 19808.

THIRD: The name and address of the registered agent to service of process on the limited liability company in the State of Delaware is Corporation Service Company, 251 Little Falls Drive, City of Wilmington, County of New Castle, Delaware 19808.

FOURTH: This filing shall be effective as of April 29, 2018 at 11:58 p.m.

25th IN WITNESS WHEREOF, the undersigned have executed this Certificate on the day of April, 2018.

By: 
Mark R. Townsend
Authorized Person