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CORPORATION SVC CO

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Florida Department of State
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RESUBMIT

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From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
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Fax Number : (850)558-1575

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FOREIGN PROFIT QUALIFICATION

BURLINGTON COAT FACTORY DIRECT CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	7
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DIVISION OF CORPORATION

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CORPORATION SVC CO

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FLORIDA NO. 969 OF P. 2



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 23, 2004

CORPORATION SERVICE COMPANY

RESUBMIT

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submission date as file date.

SUBJECT: BURLINGTON COAT FACTORY DIRECT CORPORATION
REF: W04000042923

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent designated must be an active Florida entity or a foreign entity authorized to transact business in Florida. Please correct the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

FAX Bud. #: H04000232935
Letter Number: 504A00066394

*Tammi - This RA is showing active in
Florida according to the State website.
FL Reg # V02117 filed 12-24-91.*

Thanks

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CORPORATION SVC CO

H0400 NO. 969, 95, 33

**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. BURLINGTON COAT FACTORY DIRECT CORPORATION

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NEW JERSEY

(State or country under the law of which it is incorporated)

3.

(FEI number, if applicable)

4. JUNE 9, 1997

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1830 ROUTE 130 NORTH, BURLINGTON, NEW JERSEY 08016

(Principal office address)

1830 ROUTE 130 NORTH, BURLINGTON, NEW JERSEY 08016

(Current mailing address)

8. ON LINE SALE OF APPAREL

(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 NOT acceptable)

Name: BURLINGTON COAT FACTORY WAREHOUSE

Office Address: OF CLEARWATER INC., 25813 ROUTE 19 NORTH,

CLEARWATER

(City)

, Florida 33763

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept services 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.*

BURLINGTON COAT FACTORY WAREHOUSE OF CLEARWATER, INC

By: [Signature]

(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 business addresses of officers and/or directors:

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CORPORATION SVC CO

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A. DIRECTORS

Chairman: SEE ATTACHED RIDER OF DIRECTORS/OFFICERS

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED RIDER OF DIRECTORS/OFFICERS

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. NESANEL MILSTEIN, VICE PRESIDENT

(Typed or printed name and capacity of person signing application)

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CORPORATION SVC CO

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**Directors and Officers
Of
Burlington Coat Factory Direct Corporation**

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Monroe G. Milstein	Director President Chief Executive Officer	1830 Route 130 N Burlington, NJ 08016
Andrew R. Milstein	Director Executive Vice President	1830 Route 130 N Burlington, NJ 08016
Stephen E. Milstein	Director Executive Vice President	1830 Route 130 N Burlington, NJ 08016
Mark A. Nasci	Executive Vice President Chief Operating Officer	1830 Route 130 N Burlington, NJ 08016
Paul C. Tang	Vice President Secretary	1830 Route 130 N Burlington, NJ 08016
Robert L. LaPenta	Vice President Treasurer Chief Accounting Officer	1830 Route 130 N Burlington, NJ 08016
Nesanel Milstein	Vice President	1830 Route 130 N Burlington, NJ 08016

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TALLAHASSEE, FLORIDA

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

BURLINGTON COAT FACTORY DIRECT CORPORATION
0100709048

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on June 9, 1997.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

Jeffrey Laub
C/O Burlington Coat Factory
1830 Route 130 North
Burlington, NJ 08016

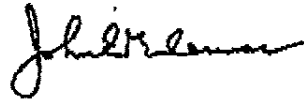
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

BURLINGTON COAT FACTORY DIRECT CORPORATION

IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
10th day of November, 2004



John E McCormac, CPA
State Treasurer

