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PICK-UP WAIT MAIL

(Business Entity Name)

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S Warren

APR 04 2017

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195
REFERENCE : 579617 5029779
AUTHORIZATION : *Spud Coleman*
COST LIMIT : \$ 70.00

ORDER DATE : March 31, 2017
ORDER TIME : 9:44 AM
ORDER NO. : 579617-005
CUSTOMER NO: 5029779

FOREIGN FILINGS

NAME: MACY'S BACKSTAGE, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX _____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Macy's Backstage, Inc.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Dianne Webber

Name of Person
Macy's Backstage, Inc.
Firm/Company
7 West 7th Street
Address
Cincinnati, OH 45202
City/State and Zip code
taxdept@maccys.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Dianne Webber	513	579-7895
Name of Person	Area Code	Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. Macy's Backstage, Inc.
(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. Ohio 3. 47-3070687
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 4, 2015 5.
(Date of incorporation) (Date of duration, if other than 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. 7 West 7th Street, Cincinnati, OH 45202
(Principal office address)

(Current mailing address, if different)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

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2011 SEP -3 A 9 47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9. 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.

Corporation Service Company
By: [Signature] Melissa Zender
(Registered agent's signature) Asst. Vice President

10. 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.

11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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2011 SEP 13 A 9 47
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TALLAHASSEE, FLORIDA

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

12.  _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Ann Munson Steines, Vice President and Secretary _____

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

Macy's Backstage, Inc.

The business address for all listed below is:
7 West 7th Street, Cincinnati, Ohio 45202

Director	
Garcia, Elisa D.	10/1/2016
Williams, Felicia	5/20/2016
President	
Garcia, Elisa D.	10/1/2016
President - Store Operations	
Harper, John T.	5/15/2015
Chief Stores and Human Resources Officer	
Kantor, Jeffrey	
Chief Omnichannel and Operations Officer	
Harrison, Robert B.	
Senior Vice President	
Lefebvre, Vanessa	5/20/2016
Vice President & Controller	
Williams, Felicia	5/20/2016
Vice President & Treasurer	
Stautberg, Matthew Q	4/1/2016
Vice President & Secretary	
Steines, Ann Munson	5/20/2016
Vice President	
DiGiovanna, Charles P	5/20/2016
Hoguet, Karen M.	5/8/2015
Mays, Bradley R.	5/8/2015
Tompkins, William	5/8/2015
Assistant Treasurer	
Lucas, Steven G.	5/8/2015
Storer, Susan P.	5/8/2015
Assistant Secretary	
Ciclet, Donna R.	5/15/2015
Coleman, Debra Page	5/15/2015
Furlong, Kathleen A.	5/8/2015
Herzog, Mitchell H.	5/15/2015
Horvath, Fawn M.	4/1/2016
Kelly, Christopher M.	5/8/2015
Leuer, Tom	8/21/2013
Miller, Charles	5/15/2015
O Bryan, Stephen J	5/8/2015
Schmidt, Wendy A.	5/8/2015
Tierney, Betty	5/15/2015
Whitlow, Matthew A.	5/17/2017
Wolfe, Warren P.	9/25/2015

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UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE

I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show MACY'S BACKSTAGE, INC., an Ohio corporation, Charter No. 2363778, having its principal location in Cincinnati, County of Hamilton, was incorporated on February 4, 2015 and is currently in GOOD STANDING upon the records of this office.



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 31st day of March, A.D. 2017.

Jon Husted

Ohio Secretary of State

Validation Number: 201709004126