

NOV. 7 2007 AM 6:58 C.S.C. NO. 277 P.P. 1 of 1
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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

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FOREIGN PROFIT/NONPROFIT CORPORATION

Harry and David Corp.

Certificate of Status	1
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Amanda Roath 242955 306424

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11/8/07
11/7/2007

**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. Harry and David Corp.
(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. Oregon 3. 93-0031765
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 9/28/45 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. November 30, 2007
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 2500 South Pacific Hwy., Medford, Oregon 97501
(Principal office address)
- 2500 South Pacific Hwy., Medford, Oregon 97501
(Current mailing address)
8. Retail Sales
(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: Corporation Service Company
- Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (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 heraby 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: Amanda Roath
(Registered agent's signature)

Amanda Roath
As its agent

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.

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12. 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: _____

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. Robert E. Bluth, Senior Vice President/Gen Counsel/Secretary
(Typed or printed name and capacity of person signing application)

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HARRY AND DAVID -- an Oregon Corporation
2500 South Pacific Hwy.
Medford, OR 97501

FEIN - 93-0031765

Directors

William H. Williams
Stephen V. O'Connell

Officers

William H. Williams
Stephen V. O'Connell

Cathy J. Fultineer
William J. Ihle
Rudd C. Johnson
Peter D. Kratz
James A. Bell
Robert E. Bluth
Donald L. Cato
Stephen C. Dow
Joseph P. Foley
James J. Sgambellone
Gregg A. Wilson
Anne Ashbey
Shannon A. Bell
Sheila C. Chambers
Jefferson B. Dunn
Bradford G. Emrick
Philip K. Littleton
Matthew D. Mitchell
Douglas G. Nash
Mary E. Pittman
Kathryn Sharp
Stephen F. Sirianni
Denise Tedaldi
Kristen M. Winter
Michael C. Zodrow

President and Chief Executive Officer
Executive Vice President, Chief Financial Officer and
Chief Administrative Officer
Executive Vice President, Sales and Marketing
Executive Vice President, Corporate Relations
Executive Vice President, Human Resources
Executive Vice President, Operations
Senior Vice President, Finance and Planning
Senior Vice President, General Counsel and Secretary
Senior Vice President & General Manager, Customer Operations
Senior Vice President, Customer Operations, Western Region
Senior Vice President & Chief Information Officer
Senior Vice President, Tax
Senior Vice President, Customer Operations, Eastern Region
Vice President, Internet Marketing
Vice President & Controller
Vice President, Product Design
Vice President, Sales and Marketing Systems
Vice President, Tax
Vice President, Corporate Logistics
Vice President, Wholesale
Vice President, Assistant General Counsel & Assistant Secretary
Vice President, Procurement & Product Development Administration
Vice President, Income Tax
Vice President, Direct Marketing Planning
Vice President, Merchandising
Vice President, Medford Call Center
Vice President, Catalog Marketing

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CERTIFICATE

State of Oregon

**OFFICE OF THE SECRETARY OF STATE
Corporation Division**

*I, BILL BRADBURY, Secretary of State of Oregon, and Custodian of the Seal of
said State, do hereby certify:*

HARRY AND DAVID

was

incorporated

under the Oregon

Business Corporation Act

on

September 28, 1945

*and is active on the records of the Corporation Division as of
the date of this certificate.*



*In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.*

BILL BRADBURY, Secretary of State

By

Debra L. Virag

Debra L. Virag

November 6, 2007