

BO60000000314

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

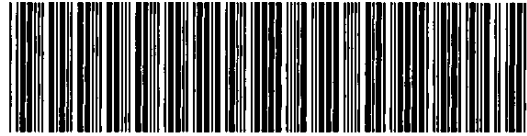
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 1, 2006

KIM HYON
9501 LONG POINT SUITE I
HOUSTON, TX 77055

SUBJECT: FRANCESCA'S COLLECTIONS LTD
Ref. Number: W06000033930

We have received your document for FRANCESCA'S COLLECTIONS LTD and your check(s) totaling \$1061.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability limited partnership must have an active registration/filing on file with this office before this filing can be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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

Letter Number: 806A00048237

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: FRANCESCA'S COLLECTIONS LTD

(Name of Foreign Limited Partnership or Limited Liability Limited Partnership)

The enclosed application, certificate of status and fees are submitted to register a foreign limited partnership or limited liability limited partnership to transact business in Florida. Please return all correspondence concerning this matter to:

KIM HYON

(Contact Person)

YOUNG S HYON, CPA

(Firm/Company)

9501 LONG POINT SUITE I

(Address)

HOUSTON, TX 77055

(City, State and Zip Code)

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TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

KIM HYON

(Name of Contact Person)

at (713) 465-8099

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee)
- \$1,008.75 Filing Fees and Certificate of Status
- \$1,052.50 Filing Fees and Certified Copy
- \$1,061.25 Filing Fee, Certified Copy, and Certificate of Status

STREET 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 1, 2006

KIM HYON
9501 LONG POINT SUITE I
HOUSTON, TX 77055

SUBJECT: FRANCESCA'S COLLECTIONS LTD
Ref. Number: W06000033930

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Tammi Cline
Document Specialist

Letter Number: 806A00048237

APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP
TO TRANSACT BUSINESS IN FLORIDA

1. FRANCESCA'S COLLECTIONS LTD
(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.

(If name unavailable, name under which the limited partnership or limited liability limited partnership
proposes to register to transact business in Florida; must contain acceptable suffix.)

2. TEXAS 3. JUNE 15, 2006
(State or Country of Formation) (Date of Formation)

4. NRAI SERVICES INC
(Name of Registered Agent for Service of Process)

5. 2731 Executive Park Dr., Ste 4
(Florida street address for Registered Agent)
WESTON FL 33331

6. 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.

NRAI Services, Inc.
by: Christian Eubanks 7-18-2006
Signature of Registered Agent
Christian Eubanks, Assistant Secretary

7. 4709 ALLEN ST
(Principal office address)
HOUSTON TX 77007

8. If limited partnership is a limited liability limited partnership, check box

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9. 9501 LONG POINT SUITE I

(Mailing address)

HOUSTON, TX 77055

10. Name, principal office address, and mailing address of each general partner:

FRANCESCA'S GP, LLC

(Name)

M06-4511

(Name)

(Name)

(Name)

4709 ALLEN ST

(Street Address)

HOUSTON TX 77007

SAME

(Mailing Address)

(Street Address)

(Mailing Address)

(Street Address)

(Mailing Address)

(Street Address)

(Mailing Address)

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(Name)

(Street Address)

(Mailing Address)

(Name)

(Street Address)

(Mailing Address)

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11. Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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

Signed this 21st day of June, 20 06.

Signature of a general partner:



Filing Fees: \$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Conversion for Francesca's Collections, Ltd. (filing number: 800669440), a Domestic Limited Partnership (LP), was filed in this office on June 15, 2006.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 13, 2006.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State