

CSC

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ACCOUNT NO. : 072100000032

REFERENCE : 691253 4387834

AUTHORIZATION

COST LIMIT : \$ 70.00

Patricia Pigute

ORDER DATE : August 2, 2002

ORDER TIME : 10:24 AM

ORDER NO. : 691253-015

CUSTOMER NO: 4387834

CUSTOMER: Ms. Andee Althoff
Kellwood Company
600 Kellwood Parkway

Chesterfield, MO 63017

RECEIVED
02 AUG -7 AM 11:42
DEPARTMENT OF STATE
DIVISION OF CORPORATE REG
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: KORET OF CALIFORNIA, INC.

5000006945005--9

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

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DEPARTMENT OF STATE
DIVISION OF CORPORATE REG
TALLAHASSEE, FLORIDA

8/7 *must*

**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. KORET OF CALIFORNIA, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. CALIFORNIA 3. 94-1687671
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 02/13/1968 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 07/23/1992 * This entity was withdrawn in error on 1/23/02.
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 505 14TH STREET, OAKLAND, CA 94612
(Principal office address)
600 KELLWOOD PARKWAY, CHESTERFIELD, MO 63017
(Current mailing address)
8. Manufacture and marketing 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 or Mail Drop 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 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: Margaret Pike, Asst Secretary
(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:

☒ A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

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 Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. THOMAS H. POLLIHAN, SECRETARY & GENERAL COUNSEL

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

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OFFICERS/DIRECTORS RIDER

KORET OF CALIFORNIA, INC.

List of Officers

Name:	Hal J. Upbin	Title: Chairman of the Board
Bus. Addr.:	600 Kellwood Parkway, Chesterfield, MO 63017	
Name:	Martin J. Granoff	Title: Vice Chairman
Bus. Addr.:	c/o VAL D'OR, INC. 475 Park Ave. S., 9 th Floor, New York, NY 10016	
Name:	Steven Rudin	Title: President/CEO
Bus. Addr.:	505 14 th St., Oakland, CA 94612	
Name:	W. Lee Capps, III	Title: Sr. Vice President Finance
Bus. Addr.:	600 Kellwood Parkway, Chesterfield, MO 63017	
Name:	Bradley Kennison	Title: Vice President Finance
Bus. Addr.:	505 14 th St., Oakland, CA 94612	
Name:	Fred Smeyne	Title: Sr. Vice President Sales
Bus. Addr.:	505 14 th St., Oakland, CA 94612	
Name:	Mary Hinson	Title: Sr. V.P. Merchandising
Bus. Addr.:	505 14 th St., Oakland, CA 94612	
Name:	H. Richard Partida	Title: V.P. Human Resources
Bus. Addr.:	505 14 th St., Oakland, CA 94612	
Name:	Susan Unrath	Title: VP/Chief Information Officer
Bus. Addr.:	505 14 th St., Oakland, CA 94612	
Name:	Thomas H. Pollihan	Title: Secretary/General Counsel
Bus. Addr.:	600 Kellwood Parkway, Chesterfield, MO 63017	
Name:	Roger D. Joseph	Title: Treasurer
Bus. Addr.:	600 Kellwood Parkway, Chesterfield, MO 63017	
Name:	Lawrence E. Hummel	Title: Controller
Bus. Addr.:	600 Kellwood Parkway, Chesterfield, MO 63017	
Name:	John E. Buenger	Title: Assistant Treasurer
Bus. Addr.:	600 Kellwood Parkway, Chesterfield, MO 63017	
Name:	Scott C. Whitley	Title: Assistant Treasurer
Bus. Addr.:	600 Kellwood Parkway, Chesterfield, MO 63017	
Name:	Donald J. Gramke	Title: Assistant Secretary
Bus. Addr.:	600 Kellwood Parkway, Chesterfield, MO 63017	

Name: Timothy D. Seifert Title: Assistant Secretary
Bus. Addr.: 600 Kellwood Parkway, Chesterfield, MO 63017

List of Directors

Name: Hal J. Upbin, Chairman Term: May 01, 2003
Bus. Addr.: 600 Kellwood Parkway, Chesterfield, MO 63017

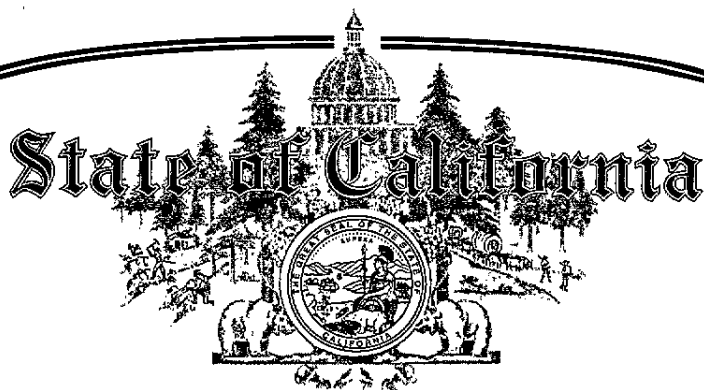
Name: W. Lee Capps, III Term: May 01, 2003
Bus. Addr.: 600 Kellwood Parkway, Chesterfield, MO 63017

Name: Thomas H. Pollihan Term: May 01, 2003
Bus. Addr.: 600 Kellwood Parkway, Chesterfield, MO 63017

Name: Martin J. Granoff Term: May 01, 2003
Bus. Addr.: c/o VAL D'OR, INC. 475 Park Ave. S., 9th Floor, New York, NY 10016

Name: Steven Rudin Term: May 01, 2003
Bus. Addr.: 505 14th St., Oakland, CA 94612

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TALLAHASSEE, FLORIDA



SECRETARY OF STATE
CERTIFICATE OF STATUS
DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **13th day of February, 1968, KORET OF CALIFORNIA, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

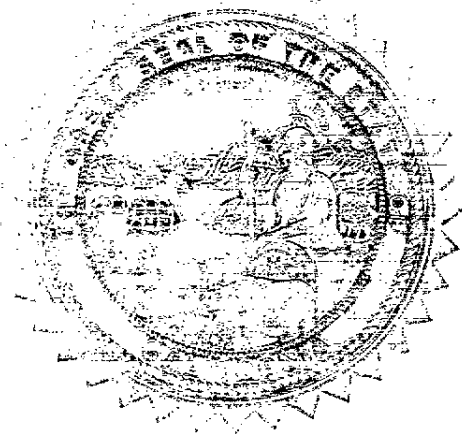
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of August 5, 2002.



Bill Jones
BILL JONES
Secretary of State

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