

F03000005860

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

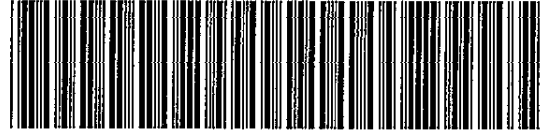
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
03 NOV 24 AM 10:51
DIVISION OF CORPORATION

FILED
03 NOV 24 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

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03 NOV 24 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 316357 *Patricia B. Burt*
AUTHORIZATION :
COST LIMIT : \$ 70.00

ORDER DATE : November 11, 2003
ORDER TIME : 10:13 AM
ORDER NO. : 316357-020
CUSTOMER NO: 5029779
CUSTOMER: Ms. Carol S. Bruser
Federated Department Stores,
7 West Seventh St.
Cincinnati, OH 45202

RECEIVED
03 NOV 24 AM 10:51
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: FEDERATED CORPORATE SERVICES
II, INC.

XXXX QUALIFICATION (TYPE: CQ)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

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.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

1. Federated Corporate Services II, 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. Delaware 3. 20-0307941
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 16, 2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(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 West Seventh Street

7. Cincinnati, Ohio 45202

(Principal office address)

(Current mailing address)

8. Provide corporate type services to parent company and affiliates. To engage in any act or activity for which corporations may be organized.
(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: Jessie Beatty, Asst. Vice Pres.
(Registered agent's signature)

Assistant Vice President

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: _____

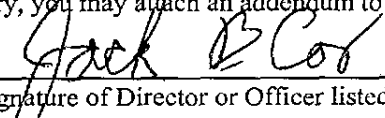
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Jack B. Cox, Assistant Secretary
(Typed or printed name and capacity of person signing application)

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

Federated Corporate Services II, Inc.

List of Officers

Name:	Dennis J. Broderick	Title:	President
Bus. Addr.:	7 West Seventh Street, Cincinnati, OH 45202		
Name:	Karen M. Hoguet	Title:	Vice President and Treasurer
Bus. Addr.:	7 West Seventh Street, Cincinnati, Ohio 45202		
Name:	Rudolph V. Javosky	Title:	Vice President
Bus. Addr.:	7 West Seventh Street, Cincinnati, Ohio 45202		
Name:	Brian M. Szames	Title:	Vice President
Bus. Addr.:	7 West Seventh Street, Cincinnati, OH 45202		
Name:	Gary J. Nay	Title:	Vice President
Bus. Addr.:	7 West Seventh Street, Cincinnati, Ohio 45202		
Name:	Bradley R. Mays	Title:	Vice President
Bus. Addr.:	7 West Seventh Street, Cincinnati, OH 45202		
Name:	Padma Tatta Cariappa	Title:	Secretary
Bus. Addr.:	7 West Seventh Street, Cincinnati, Ohio 45202		
Name:	Jack B. Cox	Title:	Assistant Secretary
Bus. Addr.:	7 West Seventh Street, Cincinnati, Ohio 45202		
Name:	Gwyneth G. Stewart	Title:	Assistant Secretary
Bus. Addr.:	7 West Seventh Street, Cincinnati, Ohio 45202		
Name:	Klaus M. Ziermaier	Title:	Assistant Secretary
Bus. Addr.:	7 West Seventh Street, Cincinnati, Ohio 45202		

List of Directors

Name:	Dennis J. Broderick	Term:	May 21, 2004
Bus. Addr.:	7 West Seventh Street, Cincinnati, Ohio 45202		
Name:	Joel Belsky	Term:	May 21, 2004
Bus. Addr.:	7 West Seventh Street, Cincinnati, Ohio 45202		

Delaware

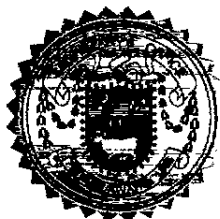
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FEDERATED CORPORATE SERVICES II, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF NOVEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "FEDERATED CORPORATE SERVICES II, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF OCTOBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3716231 8300

AUTHENTICATION: 2756137

030739908

DATE: 11-18-03