

F03000006281

(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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File and

FILED
2008 APR 30 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*NC
Heur's
5-5-08*

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Henredon Designer Showrooms, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F03000006281

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joyclyn Brodeur

(Name of Contact Person)

Furniture Brands International, Inc.

(Firm/Company)

101 South Hanley Road, Suite 1900

(Address)

St. Louis, MO 63105

(City/State and Zip Code)

For further information concerning this matter, please call:

Joyclyn Brodeur

(Name of Contact Person)

at (314) 862-7198

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐

\$35.00 Filing Fee

☐

\$43.75 Filing Fee &
Certificate of Status

☒

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐

\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

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

Street Address:

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

FurnitureBrands

Furniture Brands International
101 South Hanley Road
St. Louis, Missouri 63105
314.863.1100 Tel
314.863.5306 Fax

Marquita Monroe
Legal Assistant

Direct Dial
(314) 862-7147
Direct Fax
(314) 862-7114
mmonroe@furniturebrands.com

April 29, 2008

Florida Department of State
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

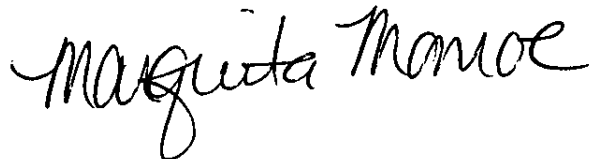
VIA FEDERAL EXPRESS

**Re: Applications by Foreign Profit Corporation to File Amendment to
Applications for Authorization to Transact Business in Florida**

Dear Thelma Lewis:

Please find enclosed two (2) Applications by Foreign Profit Corporation to File Amendment to Applications for Authorization to Transact Business in Florida and a check in the amount of \$43.75, please note your office is already in receipt of another check in the amount of \$43.75. Please process the applications and return file stamped copies back to our office for our records. If you have any questions, please feel free to contact me at the above telephone number. Thank you for all your help.

Sincerely,



/mm

Enclosure

You're Home. We're There.

FurnitureBrands

Furniture Brands International
101 South Hanley Road
St. Louis, Missouri 63105
314.863.1100 Tel
314.863.5306 Fax

Joy Brodeur
Administrative Assistant

Direct Dial
(314) 862-7198
Direct Fax
(314) 862-7114
jbrodeur@furniturebrands.com

April 16, 2008

Florida Department of State
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

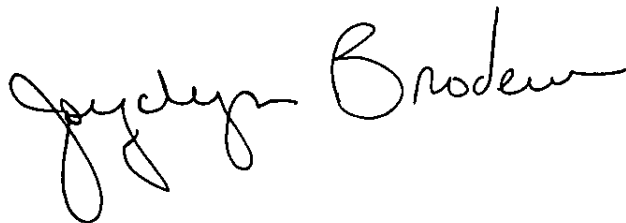
VIA FEDERAL EXPRESS

**Re: Application By foreign Profit Corporation To File Amendment To Application
For Authorization To Transact Business in Florida**

To Whom It May Concern:

Enclosed please find the Profit Corporation, Certificate of Good Standing and a check in the amount of \$43.75. Please return a file-stamped copy for our records in the mail. If you have any questions, please feel free to contact me at the above referenced telephone number. Thank you.

Sincerely,



/jb

Enclosure

You're Home. *We're There.*

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F03000006281

(Document number of corporation (if known))

FILED
2008 APR 30 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Henredon Designer Showrooms, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. December 18, 2003

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? March 28, 2007

5. Furniture Brands Retail Operations, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Jon D. Botsford

(Typed or printed name of person signing)

Vice President & Secretary

(Title of person signing)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "FURNITURE BRANDS RESOURCE COMPANY, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE FIFTEENTH DAY OF JANUARY, A.D. 2003, AT 2:12 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "HENREDON DESIGNER SHOWROOMS, INC." TO "FURNITURE BRANDS RETAIL OPERATIONS, INC.", FILED THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2007, AT 12 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "FURNITURE BRANDS RETAIL OPERATIONS, INC." TO "FURNITURE BRANDS RESOURCE COMPANY, INC.", FILED THE TWENTY-FOURTH DAY OF JANUARY, A.D. 2008, AT 11:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "FURNITURE BRANDS RESOURCE COMPANY, INC."



3628079 8100H

080436291

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6527190

DATE: 04-16-08