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From:

Account Name : C T CORPORATION SYSTEM
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Phone : (850) 222-1092
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FOREIGN PROFIT QUALIFICATION

Ross Dress For Less, Inc.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 16, 2004

CT CORPORATION SYSTEM

SUBJECT: ROSS DRESS FOR LESS, INC.
REF: W04000010470

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6890.

Jason Merrick
Document SpecialistFAX Aud. #: E04000054982
Letter Number: 204A00017414

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04 MAY -5 AM 9:44

DIVISION OF CORPORATIONS

04 MAY 16 PM 3:25

SECRETARY OF STATE
DIVISION OF CORPORATIONS

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. Ross Dress For Less, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

Ross Dress For Less Virginia, Inc.

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

2. Virginia

(State or country under the law of which it is incorporated)

3. 20-0594333

(FEI number, if applicable)

4. 01/14/04

(Date of incorporation)

5. Perpetual

(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. 8333 Central Avenue, Newark, CA 94560

(Principal office address)

8333 Central Avenue, Newark, CA 94560

(Current mailing address)

8. Retail stores - clothing and home merchandise

(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(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.

By: CT Corporation System

By: Naseem A. Conde

(Registered agent's signature)

NASEEM A. CONDE
SPECIAL ASST. SECRETARY

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:

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DIVISION OF
CORPORATION
MAY 14 2004

A. DIRECTORSChairman: James C. PetersAddress: 8333 Central Avenue, Newark, CA 94560

Vice Chairman: _____

Address: _____

Director: John G. CallAddress: 8333 Central Avenue, Newark, CA 94560Director: Mark S. AskonasAddress: 8333 Central Avenue, Newark, CA 94560**B. OFFICERS**President: James C. PetersAddress: 8333 Central Avenue, Newark, CA 94560

Vice President: _____

Address: _____

Secretary: Mark S. AskonasAddress: 8333 Central Avenue, Newark, CA 94560Treasurer: John G. CallAddress: 8333 Central Avenue, Newark, CA 94560

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. John G. Call, Chief Financial Officer

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

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

Ross Dress For Less, Inc. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is January 14, 2004.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
March 4, 2004*

Joel H. Peck

Joel H. Peck, Clerk of the Commission