

11/17/2005 18:47:85 2227515

CT CORP

PAGE 01/08

Page 1 of 1

F050000006700

Division of Corporations

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000267628 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA0000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

RECEIVED

05 NOV 17 AM 7:42

DIVISION OF CORPORATION

FILED
2005 NOV 17 AM 10:59
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN PROFIT QUALIFICATION

BOSCOV'S HOLDING CORP.

Certificate of Status	0
Certified Copy	0
Page Count	0808
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing

Public Access Help

**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. Boscov's Holding Corp.

(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

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

3. 20-3732061

(FEI number, if applicable)

4. September 26, 2005

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 5200 Town Center Circle, Suite 470, Boca Raton, FL 33486

(Principal office address)

5200 Town Center Circle, Suite 470, Boca Raton, FL 33486

(Current mailing address)

8. any lawful purpose

(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 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: _____

(Registered agent's signature)

Connie Bryan **CONNIE BRYAN**
SPECIAL ASSISTANT 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.

FILED
2005 NOV 17 AM 10:59
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached.

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. Michael J. McConvery, Vice President

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

FILED
2005 NOV 17 AM 10:59
DIXIE COUNTY CORPORATION
TALLAHASSEE, FLORIDA

FILED
2005 NOV 17 AM 10:59
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BOSCOV'S HOLDING CORP.

<u>Name</u>	<u>Title</u>	<u>Address</u>
Marc J. Leder	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Rodger R. Krouse	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Clarence E. Terry	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
T. Scott King	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Chris Metz	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Michael T. Gillen	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Kevin Calhoun	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
David Kreilien	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Jason Neimark	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
R. Lynn Skillen	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
James D. Allen	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Jason A. Leach	Director and Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Stephen G. Marble	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Michael Kalb	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486

<u>Name</u>	<u>Title</u>	<u>Address</u>
Michael Fieldstone	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Gerald Woelcke	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Brian J. Meyer	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Aaron Wolfe	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Scott Edwards	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Case Kuehn	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
David Stokoe	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Joel Killian	Vice President	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
C. Deryl Couch	Vice President and Assistant Secretary	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Michael J. McConvery	Vice President and Assistant Secretary	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Richard A. Hurwitz	Vice President and Assistant Secretary	5200 Town Center Circle, Suite 470 Boca Raton, FL 33486
Erik Swimmer	Vice President	375 Park Avenue Suite 1302 New York, NY 10152
Kevin Feinblum	Vice President and Assistant Secretary	375 Park Avenue Suite 1302 New York, NY 10152
Gary Talarico	Vice President	375 Park Avenue Suite 1302 New York, NY 10152
David Blechman	Vice President	375 Park Avenue Suite 1302 New York, NY 10152

FILED
2005 NOV 17 AM 10:59
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

<u>Name</u>	<u>Title</u>	<u>Address</u>
M. Steven Liff	Vice President	11111 Santa Monica Blvd., Suite 1050 Los Angeles, CA 90025
Matthew Garff	Vice President and Assistant Secretary	11111 Santa Monica Blvd., Suite 1050 Los Angeles, CA 90025
Anthony Polazzi	Vice President	11111 Santa Monica Blvd., Suite 1050 Los Angeles, CA 90025
John P. Beauclair, III	Vice President	11111 Santa Monica Blvd., Suite 1050 Los Angeles, CA 90025
Phil Dougall	Vice President and Assistant Secretary	78-80 Cornhill London EC3V 3QQ England
Nathaniel Meyohas	Vice President	78-80 Cornhill London EC3V 3QQ England

FILED
2005 NOV 17 AM 10:59
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Delaware

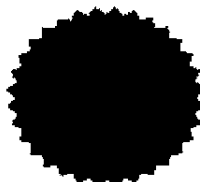
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOSCOV'S HOLDING CORP." 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 SEVENTEENTH DAY OF NOVEMBER, A.D. 2005.

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

FILED
2005 NOV 17 AM 10:59
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

4026323 8300

AUTHENTICATION: 4304982

050939380

DATE: 11-17-05