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2005 DEC 13 P 2:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

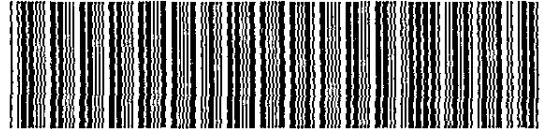
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Springs Global US, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Barbara J. Omerod, Paralegal
(Name of Person)

Kennedy Covington Lobdell & Hickman, L.L.P.
(Firm/Company)

Hearst Tower-47th Floor, 214 North Tryon Street
(Address)

Charlotte, NC 28202
(City/State and Zip code)

For further information concerning this matter, please call:

Barbara J. Omerod, Paralegal at (704) 331-7407
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

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SECRETED TO
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

**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. Spring Global US, 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. 20-3707005
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 28, 2005 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

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

7. 205 North White Street, Fort Mill, South Carolina 29715
(Principal office address)

Post Office Box 111, Lancaster, South Carolina 29721-0111
(Current mailing address)

8. Manufacturer and distributor of textile home products
(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: C T 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: Rachel T. Hayes
(Registered agent's signature)

RACHEL T. HAYES
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.

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

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A. DIRECTORS

Chairman: See addendum for the names and business addresses of directors.

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Address: _____

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TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See addendum for the names, titles and business addresses of officers.

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. Robert W. Sullivan
(Signature of Director or Officer listed in number 12 of the application)

14. Robert W. Sullivan, Senior Vice President, General Counsel and Corporate Secretary
(Typed or printed name and capacity of person signing application)

**ADDENDUM
TO
APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA
OF
SPRINGS GLOBAL US, INC.**

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TALLAHASSEE, FLORIDA

Sole Director

Crandall Close Bowles

Business Address

205 North White Street
Fort Mill, SC 29715

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TALLAHASSEE, FLORIDA

<u>Officers</u>	<u>Title</u>	<u>Business Address</u>
Crandall Close Bowles	Chairman of the Board & Chief Executive Officer	205 North White Street Fort Mill, SC 29715
Kenneth E. Kutcher	Executive Vice President, Chief Financial Officer & Treasurer	205 North White Street Fort Mill, SC 29715
Christopher N. Baker	Executive Vice President	205 North White Street Fort Mill, SC 29715
Thomas C. Gaffney	Executive Vice President	205 North White Street Fort Mill, SC 29715
Thomas P. O'Connor	Executive Vice President	205 North White Street Fort Mill, SC 29715
Robert W. Sullivan	Senior Vice President, General Counsel & Corporate Secretary	205 North White Street Fort Mill, SC 29715
William R. Bartelmo	Assistant Treasurer- Credit	205 North White Street Fort Mill, SC 29715
Steven P. Burns	Vice President-Tax and Risk Management and Assistant Treasurer	205 North White Street Fort Mill, SC 29715
William L. Cave	Vice President, Controller and Assistant Treasurer	205 North White Street Fort Mill, SC 29715
Gracie P. Coleman	Senior Vice President- Human Resources	205 North White Street Fort Mill, SC 29715
John L. Dykstra	Vice President- Information Technology	205 North White Street Fort Mill, SC 29715
Forrest M. Emerson	Vice President and Assistant Secretary	205 North White Street Fort Mill, SC 29715
Laura E. Fanning	Vice President- Information Technology	205 North White Street Fort Mill, SC 29715

Paul L. Gilles	Vice President- Compensation and Benefits	205 North White Street Fort Mill, SC 29715	FILED
Ray E. Greer	Senior Vice President and Chief Information Officer	205 North White Street Fort Mill, SC 29715	2005 DEC 13 P 2:33 SECRETARY OF STATE TALLAHASSEE, FLORIDA
Carl T. Hicks	Vice President- Information Technology	205 North White Street Fort Mill, SC 29715	
Ted S. Matthews	Vice President- Public Affairs	205 North White Street Fort Mill, SC 29715	
Ralph A. Odom, Jr.	Vice President- Environment, Health & Safety	205 North White Street Fort Mill, SC 29715	
Timothy L. Theesfeld	Assistant Treasurer	205 North White Street Fort Mill, SC 29715	

Delaware

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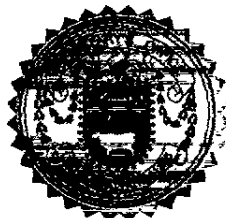
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SPRINGS GLOBAL US, 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 SIXTH DAY OF DECEMBER, A.D. 2005.

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

4052784 8300

050991717



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4347308

DATE: 12-06-05