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Florida Department of State  
Division of Corporations  
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Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5926

FOREIGN PROFIT/NONPROFIT CORPORATION

Liz Claiborne Cosmetics, Inc.

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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

2. Delaware 3. 13-3331609  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 19, 1985 5. perpetual  
(Date of incorporation) (Duration: Your 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. 1441 Broadway, New York, NY 10018  
(Principal office address)  
C/o Legal Dept., Liz Claiborne, Inc., One Claiborne Avenue, North Bergen, NJ 07047  
(Current mailing address)

8. To engage in any lawful 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 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.*

CT Corporation System

By: \_\_\_\_\_

(Registered agent's signature)

**Arlene Bernal**  
**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: Please see Attachment A for a complete list of directors

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: Please see attachment A for a complete list 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. \_\_\_\_\_

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

14. Nicholas Rubino, Vice President, Deputy General Counsel and Secretary

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

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ATTACHMENT A

LIZ CLAIBORNE COSMETICS, INC.  
DIRECTORS AND OFFICERS

DIRECTORS

TRUDY SULLIVAN  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

ROBERTA S. KARP  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

MICHAEL SCARPA  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

OFFICERS

WILLIAM L. MCCOMB  
Chief Executive Officer  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

TRUDY SULLIVAN  
President  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

ART SPIRO  
President - Cosmetics  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

ROBERTA S. KARP  
Senior Vice President - Corporate Affairs  
and General Counsel  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

MICHAEL SCARPA  
Chief Financial Officer  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

ELAINE GOODELL  
Vice President - Corporate Controller and Chief  
Accounting Officer  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

ROBERT J. VILL  
Vice President - Finance and Treasurer  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

JOHN ENGHMAN  
ASSISTANT TREASURER  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

LORI R. KEURIAN  
Vice President - Deputy General Counsel  
and Assistant Secretary  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

NICHOLAS J. RUBINO  
Vice President - Deputy General Counsel  
and Secretary  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

JOHN DEFALCO  
Vice President - Financial Services  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

KEVIN BOLLBACH  
Vice President - Taxes  
c/o Legal Department  
Liz Claiborne, Inc.  
One Claiborne Avenue  
North Bergen, NJ 07047

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TALLAHASSEE, FLORIDA

# Delaware

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*The First State*

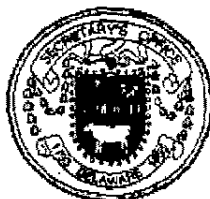
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIZ CLAIBORNE COSMETICS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF MARCH, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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070280756



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5480108

DATE: 03-05-07