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Corporations

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Florida Department of State
Division of Corporations
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Division of Corporations
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From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
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FOREIGN PROFIT/NONPROFIT CORPORATION

Limited Brands Direct Fulfillment, Inc.

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B. McKnight OCT 16 2007

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10/15/2007

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. Limited Brands Direct Fulfillment, 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

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

3. 52-2450847

(FEI number, if applicable)

4. 01/26/2005

(Date of incorporation)

5. Perpetual

(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. 3425 Morse Crossing, Columbus, OH 43219

(Principal office address)

Same

(Current mailing address)

8. retail sale of women's lingerie by mail and Internet

(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

(City)

, Florida

33324

(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: Carol Record

(Registered agent's signature)

Carol Record
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. DIRECTORSChairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: SEE ATTACHMENT

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. Scott A. Kriss

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

14. Scott A. Kriss, Vice President

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

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AND
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Limited Brands Direct Fulfillment, Inc.
Officers and Directors
3 Limited Parkway
Columbus, OH 43219

Officers:

Sharon Jester Turney	President and Chief Executive Officer - 3 Limited Parkway, Columbus, OH 43219
Stuart B. Burgdoerfer	Executive Vice President and Assistant Secretary - 3 Limited Parkway, Columbus, OH 43219
William P. Matt	Executive Vice President and Chief Financial Officer - 3 Limited Parkway, Columbus, OH 43219
Martyn R. Redgrave	Executive Vice President - 3 Limited Parkway, Columbus, OH 43219
Timothy J. Faber	Senior Vice President - 3 Limited Parkway, Columbus, OH 43219
Samuel P. Fried	Senior Vice President - Law Policy & Governance Assistant Secretary - 3 Limited Parkway, Columbus, OH 43219
Carol M. Matovin	Senior Vice President - Senior Counsel Assistant Secretary - 3 Limited Parkway, Columbus, OH 43219
Gail M. Stern	Senior Vice President - Retail Operations, Legal Assistant Secretary - 3 Limited Parkway, Columbus, OH 43219
Douglas L. Williams	Senior Vice President - General Counsel Secretary - 3 Limited Parkway, Columbus, OH 43219
Scott A. Kriss	Vice President - 3 Limited Parkway, Columbus, OH 43219
Ronald Stash	Vice President - Logistic Operations Direct to Consumer - 3 Limited Parkway, Columbus, OH 43219
Michael S. Underhill	Vice President - Project Lead, Direct to Consumer - 3 Limited Parkway, Columbus, OH 43219
Joyce Steam	Vice President - 3 Limited Parkway, Columbus, OH 43219
Chino Kim	Treasurer - 3 Limited Parkway, Columbus, OH 43219
Bethmara Kessler	Assistant Secretary - 3 Limited Parkway, Columbus, OH 43219

Director

Douglas Williams - 3 Limited Parkway, Columbus, OH 43219

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIMITED BRANDS DIRECT FULFILLMENT, 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 NINTH DAY OF OCTOBER, 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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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6058130

DATE: 10-09-07

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