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Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

FOREIGN PROFIT/NONPROFIT CORPORATION

Northeast Department Stores GP, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Northeast Department Stores GP, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ino.," "Co.," or "Corp.")
- (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Texas 3. 20-4465204
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 9, 2006 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Not Applicable
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 8214 Westchester Drive, Ninth Floor, Dallas, TX 75225
(Principal office address)
- 8214 Westchester Drive, Ninth Floor, Dallas, TX 75225
(Current mailing address)
8. To engage in any lawful business for which a corporation may be registered to transact business in the state of Florida
(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: C T Corporation System
Carmine Bux
(Registered agent's signature)

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:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Gil Besing (Sole Director)

Address: 8214 Westchester Drive, Ninth Floor

Dallas, TX 75225

Director: _____

Address: _____

B. OFFICERS

President: Gil Besing

Address: 8214 Westchester Drive, Ninth Floor

Dallas, TX 75225

Vice President: _____

Address: _____

Secretary: Mitzi Patin

Address: 8214 Westchester Drive, Ninth Floor, Dallas, TX 75225

Treasurer: Mitzi Patin

Address: 8214 Westchester Drive, Ninth Floor, Dallas, TX 75225

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. _____

Mitzi Patin - Secretary/Treasurer

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Northeast Department Stores GP, Inc. (file number 800624836), a Domestic For-Profit Corporation, was filed in this office on March 09, 2006.

It is further certified that the entity status in Texas is in existence.

It is further certified that our records indicate GIL J BESING as the designated registered agent for the above named entity and the designated registered office for said entity is as follows:

8214 WESTCHESTER
9TH FLOOR
DALLAS, TX - 75225 USA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 03, 2008.



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA