

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

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
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TALLAHASSEE, FLORIDA

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**FOREIGN PROFIT/NONPROFIT CORPORATION
BLOOMINGDALE'S THE OUTLET STORE, INC.**

Certificate of Status	0
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DIVISION OF CORPORATIONS
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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.

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1. Bloomington's The Outlet Store, 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. Ohio 3. 27-0929182

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

(FEI number, if applicable)

4. 9/8/2009

(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. 7 West Seventh Street; Cincinnati, OH 45202

(Principal office address)

7 West Seventh Street; Cincinnati, OH 45202

(Current mailing address)

8. general retail

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(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.

Corporation Service Company

By: Carina L. Dunlap

(Registered agent's signature)

Carina L. Dunlap
Asst. Vice President

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: See Attached Rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

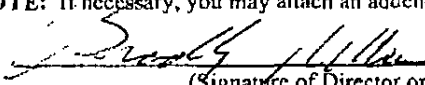
Secretary: _____

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. Bradley R. Mays, Vice President
(Typed or printed name and capacity of person signing application)2010 JAN 26 PM 4:34
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Bloomingdale's The Outlet Stores, Inc.
Officers & Directors
1-22-2009

Directors:

<u>Name</u>	<u>Office</u>	<u>Business Address</u>
Dennis J. Broderick	Director	7 W. 7 th Street; Cincinnati, OH 45202
Joel A. Belsky	Director	7 W. 7 th Street; Cincinnati, OH 45202

Officers:

<u>Name</u>	<u>Office</u>	<u>Business Address</u>
Michael Gould*	Chief Executive Officer & Chairman	1000 Third Avenue; NY, NY 10022
Tony Spring	President and Chief Operating Officer	1000 Third Avenue; NY, NY 10022
Bruce E. Berman	President & Chief Financial Officer	1000 Third Avenue; NY, NY 10022
Arnold Orlick	Senior Vice President	1000 Third Avenue; NY, NY 10022
Dennis J. Broderick	Vice President	7 W. 7 th Street; Cincinnati, OH 45202
Karen M. Hoguet	Vice President	7 W. 7 th Street; Cincinnati, OH 45202
Bradley R. Mays	Vice President	7 W. 7 th Street; Cincinnati, OH 45202
Carl L. Goertemoeller	Vice President	7 W. 7 th Street; Cincinnati, OH 45202
Brian M. Szames	Vice President and Treasurer	7 W. 7 th Street; Cincinnati, OH 45202
Steven G. Lucas	Assistant Treasurer	7 W. 7 th Street; Cincinnati, OH 45202
Susan P. Storer	Assistant Treasurer	7 W. 7 th Street; Cincinnati, OH 45202
Linda Balicki	Secretary	611 Olive Street; St. Louis, MO 63101
Stephen J. O'Bryan	Assistant Secretary	7 W. 7 th Street; Cincinnati, OH 45202
Christopher M. Kelly	Assistant Secretary	7 W. 7 th Street; Cincinnati, OH 45202
Kathleen A. Furlong	Assistant Secretary	7 W. 7 th Street; Cincinnati, OH 45202

**United States of America
State of Ohio
Office of the Secretary of State**

*I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show **BLOOMINGDALE'S THE OUTLET STORE, INC.**, an Ohio corporation, Charter No. 1881137, having its principal location in Cincinnati, County of Hamilton, was incorporated on September 08, 2009 and is currently in **GOOD STANDING** upon the records of this office.*

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TALLAHASSEE, FLORIDA



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 25th day of January, A.D. 2010*

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State