

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Guess?, Inc.

(Name of corporation)

DOCUMENT NUMBER: _____

The enclosed **withdrawal application** and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

700004530647--2
-08/13/01--01101--012
*****35.00 *****35.00

Angelina Orona

(Name of Person)

Guess?, Inc.

(Firm/Company)

Legal Department
1444 S. Alameda Street

(Address)

Los Angeles, CA 90021

(City/State and Zip code)

For further information concerning this matter, please call:

Angelina Orona

(Name of Person)

at (213) 765-3213

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL. 32399

MAILING ADDRESS:

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

FILED
01 AUG 13 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F93000003755-
FF with CM
208 8.13-01

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Guess?, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address for the corporation:

Guess?, Inc.
Legal Department
1444 S. Alameda Street

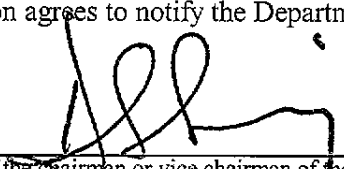
(Mailing Address)

Los Angeles, CA 90021

(City/ State /Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature of the chairman or vice chairman of the board,
president, or any officer, or if the corporation is in the hands of a
receiver, trustee, or other court-appointed fiduciary, by that fiduciary.

Secretary

Title

Deborah Siegel

Typed or printed name

July 23, 2001

Date