

F9500002426

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TALLAHASSEE, FL 32301
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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

95 MAY 17 PM 1:25

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 600552 3558K

AUTHORIZATION

COST LIMIT : 78.75

Patricia Pizzuto

ORDER DATE : May 17, 1995

ORDER TIME : 12:38 PM

ORDER NO. : 600552

CUSTOMER NO: 3558K

100001491971

CUSTOMER: Kaye T. Walsh, Legal Asst
Gibson Dunn & Crutcher
Suite 19
1228 N Street
Sacramento, CA 95814

FOREIGN FILINGS

NAME: S.S. RETAIL STORES CORPORATION

XX ☐ PROFIT
☐ NON-PROFIT

XX ☐ CORPORATE
☐ LIMITED PARTNERSHIP

XX ☐ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
XX ☐ PLAIN STAMPED COPY
XX ☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 17 PM 2:42

3/7

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. S.S. Retail Stores Corporation
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. California 3. 94-3096202
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 23 1989 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June 23 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 30020 Athern Ave.
Union City Ca 94587
(Current mailing address)

8. Retail Sales of Clothing and toys
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32307
(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.

Laura R. Dunlap

Laura R. Dunlap, As Agent
(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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Paul Barnett

Address: Odyssey Partners

31 West 52nd ST, New York NY 10019

Director: Peter Gleason

Address: J. P. Morgan & Co

60 Wall ST, New York NY 10260

B. OFFICERS

President: Donald Cohn

Address: 30020 Ahern Ave

Union City Ca 94587

Vice President: _____

Address: _____

Secretary: Charles M. Kay

Address: 30020 Ahern Ave

Union City Ca 94587

Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

Donald Cohn
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Donald Cohn, President, CEO
(Typed or printed name and capacity of person signing application)



State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 23rd day of June, 19 89

S.S. RETAIL STORES CORPORATION

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
14th day of April, 1999

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 1 1999

Bill Jones
BILL JONES
Secretary of State

BILL JONES
Secretary of State

