

F95000003275

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DIVISION OF CORPORATION

C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone
904-222-1092
CORPORATION(S) NAME

600001535096
-07/11/95--01106--006
*****70.00 *****70.00

Cacique, Inc.
d/b/a

Cacique, Inc. of Delaware

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> CUS/ G/S |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input checked="" type="checkbox"/> Walk In | | |
| <input type="checkbox"/> Mail Out | | |

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7/7/95

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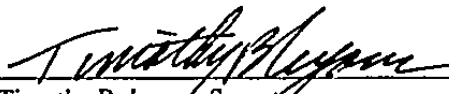
EXHIBIT A
STATE OF FLORIDA
RESOLUTIONS OF CORPORATION ADOPTING A FICTITIOUS NAME
FOR USE IN THE STATE OF FLORIDA

I, the undersigned Secretary, do hereby certify that the following is true, complete and correct copy of a certain resolution of the Board of Directors of Cacique, Inc., a corporation duly organized and existing under the laws of the State of Delaware, which resolution was duly adopted in an action in writing by the Board of Directors dated May 18, 1995; that I am the keeper of the corporate seal and of the minutes and records of this corporation and the said resolution has not been rescinded or modified:

RESOLVED, that Cacique, Inc., organized and existing in the State of Delaware, hereby adopts the name Cacique, Inc. of Delaware for use in the State of Florida for all purposes; and further resolved that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business within the State of Florida under the name Cacique, Inc. of Delaware.

RESOLVED, that the appropriate officers of the Corporation be, and each of them hereby is, authorized to do, or cause to be done, all such acts and things and to make, execute and deliver, or cause to be made, executed and delivered, all such agreements, instruments and certificates, in the name and on behalf of the Corporation, as such officer may deem necessary, advisable or appropriate to effectuate or carry out the purpose and intent of the foregoing resolutions and to perform the obligations of the Corporation thereunder, such officer's execution thereof to be conclusive evidence of the exercise by such officer of the discretionary authority herein conferred.

IN WITNESS WHEREOF, Cacique, Inc., the corporation hereinbefore mentioned and described has caused this certificate to be signed in its name by its Vice President this 5th day of July, 1995.


Timothy B. Lyons, Secretary

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SECRETARY'S OFFICE
CORPORATION RECORDS
65 JUL -7 PM 4:34

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. Cacique, Inc. (for use in Florida - Cacique, Inc. of Delaware - See Ex. A)
(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. Delaware
(State or country under the law of which it is incorporated)
3. 31-1437168
(FEI number, if applicable)
4. May 18, 1995
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. May 20, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 8655 East Broad Street, Reynoldsburg, Ohio 43068

(Current mailing address)
8. Retail sale of women's clothing
(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:

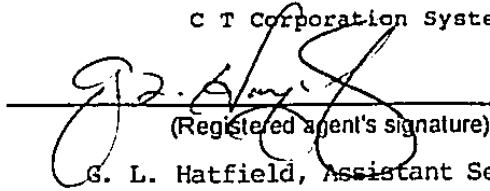
Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine
Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System


(Registered agent's signature) (Officer)

G. L. Hatfield, Assistant Secretary

(Type Name and Title of Officer)

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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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: see attached list of directors

Address: _____

Vice Chairman: see attached list of directors

Address: _____

Director: see attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: see attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Exhibit A

CACIQUE, INC.

<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
Vacant	President	8655 East Broad Street Reynoldsburg, Ohio 43068
Kenneth B. Gilman	Executive Vice President Assistant Secretary	Three Limited Parkway Columbus, Ohio 43230
Bernard Steenman	Vice President-Finance Assistant Secretary	8655 East Broad Street Reynoldsburg, Ohio 43068
Timothy B. Lyons	Vice President and Secretary	Three Limited Parkway Columbus, Ohio 43230
William K. Gerber	Vice President	Three Limited Parkway Columbus, Ohio 43230
Samuel P. Fried	Vice President and General Counsel Assistant Secretary	Three Limited Parkway Columbus, Ohio 43230
Patrick Hectorne	Treasurer	Three Limited Parkway Columbus, Ohio 43230
Wade H. Buff	Assistant Secretary	Three Limited Parkway Columbus, Ohio 43230
C. David Zobn	Assistant Secretary	Three Limited Parkway Columbus, Ohio 43230

DIRECTORS:

Kenneth B. Gilman	Three Limited Parkway Columbus, Ohio 43230
Timothy B. Lyons	Three Limited Parkway Columbus, Ohio 43230

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Treasurer: _____

Address: _____

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

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Timothy B. Lyons
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Timothy B. Lyons, Vice President

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

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CACIQUE, 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 TWENTY-EIGHTH DAY OF JUNE, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL -7 PM 4:34



Edward J. Freel

Edward J. Freel, Secretary of State

2508656 8300

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AUTHENTICATION:

7556472

DATE:

06-28-95