

F98000000623



ACCOUNT NO. : 072100000032

REFERENCE : 672830 5029669

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 70.00

ORDER DATE : January 16, 1998

ORDER TIME : 9:33 AM

ORDER NO. : 672830-005

600002419386--8

CUSTOMER NO: 5029669

CUSTOMER: Joan P. Flores, Legal Asst
The Tjx Companies, Inc.
770 Cochituate Rd.

Framingham, MA 01701

FOREIGN FILINGS

NAME: HOMEGOODS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

RECEIVED
98 FEB -3 AM 10:11
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -3 AM 10:50

mtm
2/3

**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:*

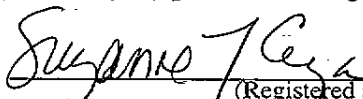
1. HomeGoods, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 04-3183269
(FEI number, if applicable)
4. March 2, 1993
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 770 Cochituate Road
Framingham, MA 01701
(Current mailing address)
8. Operation of retail merchandise stores
(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:** (P.O. Box or Mail Drop Box acceptable)

Name: The United States Corporation Company

Office Address: 1201 Hays Street
Tallahassee, 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.



(Registered agent's signature)

by Suzanne Cryan, Asst. Secretary

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: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: SEE ATTACHED

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: SEE ATTACHED

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

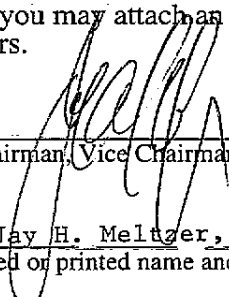
Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Jay H. Meltzer, Secretary
(Typed or printed name and capacity of person signing application)

HOMEGOODS, INC.

Officers & Directors

June 3, 1997

OFFICERS

President	Kathleen Mason	770 Cochituate Road Framingham, MA 01701
Vice President	Alfred Appel	Same
Vice President	Donald G. Campbell	Same
Vice President	Sally Marrer	Same
Vice President	Irving Ritz	Same
Vice President	Colin Wren	Same
Assistant Vice President	Joan Korzec-Brown	Same
Assistant Vice President	Daniel R. Moore	Same
Treasurer	Steven R. Wishner	Same
Assistant Treasurer/ Assistant Secretary	Mary B. Reynolds	Same
Secretary/Clerk	Jay H. Meltzer	Same
Assistant Secretary/Clerk	Ann McAuley	Same
Assistant Secretary/Clerk	Kevin G. Fox	Same

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DIRECTORS

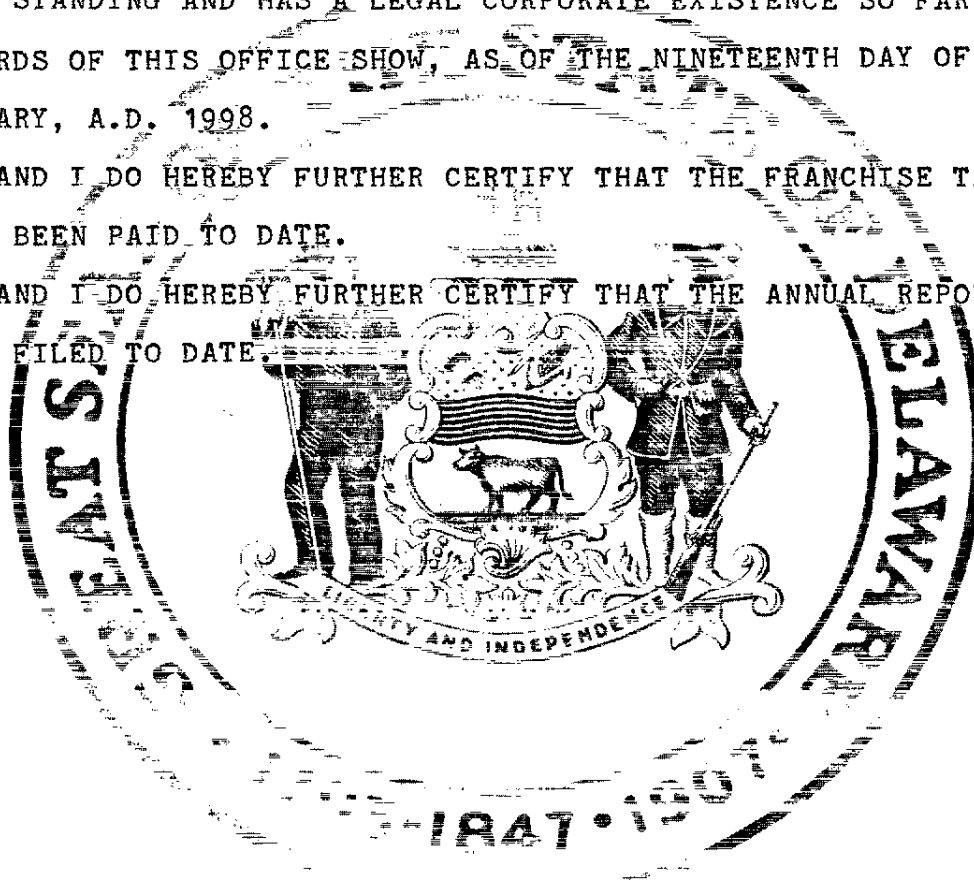
Chairman	Arnold Barron	770 Cochituate Road Framingham, MA 01701
Director	Bernard Cammarata	Same
Director	Donald G. Campbell	Same

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOMEGOODS, 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 NINETEENTH DAY OF JANUARY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -3 AM 10:50



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8871975
DATE: 01-19-98