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F98000002519

C T Corporation System.

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

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Starter Outlet Stores, Inc

5/4

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-05/04/98-01075-001

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JOEY

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5/4/98

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. STARTER OUTLET STORES, 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. 5812162949-12-6

(FEI number, if applicable)

4. February 1, 1994

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. October 1997

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. 370 James Street, New Haven, Connecticut 06513

(Current mailing address)

8. operate an outlet store for apparel

(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

Linda Weinberger
(Registered agent's signature) (Officer)

Linda Weinberger, Asst. Secy.

(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: _____

STARTER OUTLET STORES, INC.
a Delaware Corporation

LIST OF OFFICERS AND DIRECTORS

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SOLE DIRECTOR:

BUSINESS ADDRESS

David A. Beckerman
STARTER CORPORATION
370 James Street
New Haven, CT 06513

RESIDENCE ADDRESS

David A. Beckerman
19 Tulip Tree Lane
Woodbridge, CT 06525

OFFICERS:

BUSINESS ADDRESS

RESIDENCE ADDRESS

President

David A. Beckerman
STARTER CORPORATION
370 James Street
New Haven, CT 06513

David A. Beckerman
19 Tulip Tree Lane
Woodbridge, CT 06525

Senior Vice President

Gary S. Letendre
STARTER CORPORATION
370 James Street
New Haven, CT 06513

Gary S. Letendre
190 Scenic Court Ext.
Cheshire, CT 06410

Senior Vice President

John C. Warfel
STARTER CORPORATION
370 James Street
New Haven, CT 06513

John C. Warfel
58 Quail Run
Madison, CT 06443

Secretary

Mark G. Sklarz
CUMMINGS & LOCKWOOD
700 State Street, 4th Floor
New Haven, CT 06511

Mark G. Sklarz
50 Woodside Terrace
New Haven, CT 06515

Assistant Secretary

Theodore R. Voss
STARTER CORPORATION
370 James Street
New Haven, CT 06513

Theodore R. Voss
217 Wilton Road
Westport, CT 06880

Treasurer: _____

Address: _____

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)

John C. Warfel, Senior Vice President

14. _____

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

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STARTER OUTLET STORES, 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-NINTH DAY OF APRIL, A.D. 1998.

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

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

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2374443 8300

981162974

AUTHENTICATION:

9052075

DATE:

04-29-98