

F98000005924

Document Number Only

C T Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

800002671308--3

-10/23/98--01061--011

*****70.00 *****70.00

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Harold's Stores, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name
Availability

Document
Examiner

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Acknowledgment

W.P. Verifier

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THANKS

JOEY

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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. Harold's 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. Oklahoma

(State or country under the law of which it is incorporated)

3. 73-1308796

(FEI number, if applicable)

4. June 15, 1994

(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 817.156, F.S.))

7. 765 Asp, Norman, Oklahoma 73069

(Current mailing address)

8. See attached purpose clause

(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

Carrie B. Bryan
(Registered agent's signature) (Officer)

JONNIE BRYAN

SPECIAL 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: _____

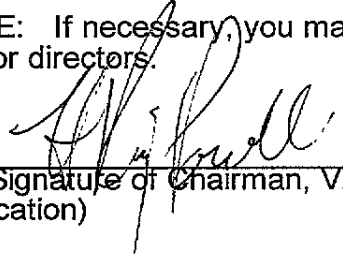
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Treasurer: _____

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)

14. H. Rainey Powell, President

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

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
Harold's Stores, Inc.**

To engage in and conduct the business of a specialty apparel retailer featuring high quality, classic styled ladies' and men's apparel, and any business connected therewith or incidental thereto.

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HAROLD'S STORES, INC.
List of Officers and Directors

| <u>Name and Address</u> | <u>Position</u> | <u>Date of First Taking Office</u> |
|--|--|------------------------------------|
| Harold G. Powell 765 Asp Norman, OK 73069 | Chairman Emeritus of the Board | 02/01/98 |
| Rebecca Powell Casey 5919 Maple Avenue Dallas, Texas 75235 | Chairman of the Board Chief Executive Officer Director | 02/01/98 06/15/94 06/29/94 |
| H. Rainey Powell 765 Asp Norman, OK 73069 | President, Chief Operating Officer, Secretary Director | 06/15/94 06/15/94 |
| Lisa Powell Hunt 3940 Marquette Dallas, Texas 75205 | Director | 06/29/94 |
| Michael T. Casey 5919 Maple Avenue Dallas, Texas 75235 | Director | 06/29/94 |
| Kenneth C. Row 765 Asp Norman, OK 73069 | Executive Vice President Director | 06/15/94 06/29/94 |
| James R. Agar P.O. Box 5419 Norman, OK 73070 | Director | 06/29/94 |
| Gary C. Rawlinson Crowe & Dunlevy Luttrell, Pendarvis and Rawlinson 104 E. Eufaula Street Norman, OK 73069-6017 | Director | 06/29/94 |

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| <u>Name and Address</u> | <u>Position</u> | <u>Date of First Taking Office</u> |
|--|--|------------------------------------|
| William F. Weitzel Wise Corporation 1508 Duffner Drive Oklahoma City, OK 73118 | Director | 06/29/94 |
| Robert Brooks Cullum, Jr. Wayfair Capital Partners, Ltd. 3624 Oak Lawn, Suite 310 Dallas, Texas 75219 | Director | 06/29/94 |
| Jeffrey T. Morrell 765 Asp Avenue Norman, OK 73069 | Vice President of Personnel & Store Operations | 06/15/94 |
| Linda L. Daugherty 765 Asp Norman, OK 73069 | Vice President, Assistant Secretary and Controller | 06/15/94 |
| W. Howard Lester Williams-Sonoma, Inc. 3250 Van Ness Avenue San Francisco, CA 94109 | Director | 04/14/95 |
| Jodi Taylor 765 Asp Norman, OK 73069 | Chief Financial Officer | 03/02/98 |
| Henry F. James 5919 Maple Avenue Dallas, Texas 75235 | Vice President of Men's Merchandise | 12/23/97 |
| Curtis Elliott 5919 Maple Avenue Dallas, Texas 75235 | Vice President of Planning | 05/28/97 |

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OFFICE OF THE SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING
DOMESTIC CORPORATION

I THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of corporations to transact business in this state and am the proper officer to execute this certificate.

I FURTHER CERTIFY that HAROLD'S STORES, INC., whose registered agent is H Rainey Powell, with its registered office at 765 Asp, Norman, Oklahoma is a corporation duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City, this
21st day of October, 1998

Sam Cole

Secretary of State

By: *M Tannahill*

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12:40