

D'ANCONA & PFLAUM

Maureen B. Farrell  
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F990000000327

December 18, 1998

**VIA CERTIFIED MAIL**

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

600002724256--3  
-12/23/98--01010--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**Re: Frederick's of Hollywood Stores, Inc.**

600002724256--3  
-01/19/99--01017--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir:

Enclosed for filing with your office please find the following documents:

1. Duplicate originals of the Application by Foreign Corporation for Withdrawal of Authority for Frederick's of Hollywood Stores, Inc., a California corporation, and a check for \$35.00.

2. Duplicate originals of the Application by Foreign Corporation for Authorization to Transact Business in Florida for Frederick's of Hollywood Stores, Inc., a Nevada corporation, and a check for \$35.00.

Please process these documents at your earliest convenience and return them to my attention.

Thank you for your assistance and if you have any questions, please call me.

Sincerely,



Maureen B. Farrell  
Legal Assistant

498-28977

Enclosure

hk 1/17

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DIVISION OF CORPORATIONS  
99 JAN 19 PM 1:25



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 29, 1998

MAUREEN B. FARRELL  
D'ANCONA & PFLAUM  
30 N. LASALLE ST, SUITE 2900  
CHICAGO, IL 60602

SUBJECT: FREDERICK'S OF HOLLYWOOD STORES, INC.  
Ref. Number: W98000028977

We have received your document for FREDERICK'S OF HOLLYWOOD STORES, INC. and check(s) totaling \$35.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6092.

Hart Collins  
Senior Corporate Section Administrator

Letter Number: 198A00060677

**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. Frederick's of Hollywood 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. Nevada  
(State or country under the law of which it is incorporated)
3. 95-4698882  
(FEI number, if applicable)
4. July 8, 1998  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. August 1, 1998  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 6608 Hollywood Boulevard, Hollywood, California 90028  
  
(Current mailing address)
8. The operation of retail 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:  
  
Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine  
Island Road  
  
Plantation, Florida, 33324  
(Zip Code)

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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

Anne E Diamond

(Registered agent's signature) (Officer)

ANNE E DIAMOND, ASST SEC

(Type Name and Title of Officer)

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: David E. Lipson

Address: 6608 Hollywood Boulevard

Hollywood, California 90028

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Teresa W. Patterson

Address: 6608 Hollywood Boulevard

Hollywood, California 90028

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

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

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

14. AUDREY VASEY VP & CFO  
(Typed or printed name and capacity of person signing application)

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

**Officers of  
Frederick's of Hollywood Stores, Inc.**

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1. David E. Lipson, Chairman of the Board  
6608 Hollywood Boulevard  
Hollywood, California 90028
2. Teresa W. Patterson, President/Chief Executive Officer  
6608 Hollywood Boulevard  
Hollywood, California 90028
3. Audrey Vasey, Vice President/CFO  
6608 Hollywood Boulevard  
Hollywood, California 90028
4. Suzanne L. Saxman, Secretary  
30 North LaSalle St., Ste 2900  
Chicago, Illinois 60602

# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **FREDERICK'S OF HOLLYWOOD STORES, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since July 8, 1998, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on October 27, 1998.

*Dean Heller*  
Secretary of State

By

*S. J. J. J. J.*  
Certification Clerk

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DIVISION OF CORPORATIONS  
99 JAN 19 PM 1:25