



THE UNITED STATES
CORPORATION
COMPANY

F99000005756

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
NOV -5 AM 10:59

ACCOUNT NO. : 072100000032

REFERENCE : 454315 7135847

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 70.00

ORDER DATE : November 2, 1999

ORDER TIME : 3:36 PM

ORDER NO. : 454315-035

500003037265--5

CUSTOMER NO: 7135847

CUSTOMER: Mr. Thomas Robertson
The Wet Seal, Inc.
26972 Burbank

Foothill Ranch, CA 92610

FOREIGN FILINGS

④

NAME: THE WET SEAL RETAIL, 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: Jeanine Reynolds

RECEIVED
99 NOV -5 PM 4:43
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAH-SEE, FLORIDA

h/K 11/5/99

TRANSMITTAL LETTER

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DIVISION OF CORPORATIONS
99 NOV -5 AM 10:59

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: The Wet Seal Retail, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Tom Robertson

(Name of Person)

(Firm/Company)

, 26972 Burbank

(Address)

Foothill Ranch, CA 92610

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Tom Robertson

(Name of Person)

at (

949

)

699 3999

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

ANSACT
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DEPARTMENT OF CORPORATIONS
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1 The Wet Seal Retail, Inc.

2 Delaware

3 33-0876265

(FEI number, if applicable)

4 September 10, 1999

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 c/o Ann Cadier Kim, 26972 Burbank

Foothill Ranch, CA 92610

(Current mailing address)

Retail sales of apparel. To engage in any act or activity for which corporations may be organized.

8.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service 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.

Corporation Service Company

By:

(Registered agent's signature)

Laura R. Dunlap, Assistant Vice President

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

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

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

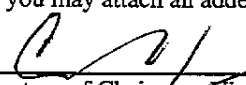
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Ann Cadier Kim, Secretary
(Typed or printed name and capacity of person signing application)

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OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

The Wet Seal Retail, Inc.

List of Officers

Name: Kathy Bronstein **Title:** CEO
Bus. Addr.: c/o The Wet Seal Retail, Inc. 26972 Burbank, Foothill Ranch, CA 92610

Name: Ed Thomas **Title:** President
Bus. Addr.: c/o The Wet Seal Retail, Inc. 26972 Burbank, Foothill Ranch, CA 92610

Name: Ann Cadier Kim **Title:** Secretary
Bus. Addr.: c/o The Wet Seal Retail, Inc. 26972 Burbank, Foothill Ranch, CA 92610

List of Directors

Name: Kathy Bronstein **Term:**
Bus. Addr.: c/o The Wet Seal Retail, Inc. 26972 Burbank, Foothill Ranch, CA 92610

Name: Ed Thomas **Term:**
Bus. Addr.: c/o The Wet Seal Retail, Inc. 26972 Burbank, Foothill Ranch, CA 92610

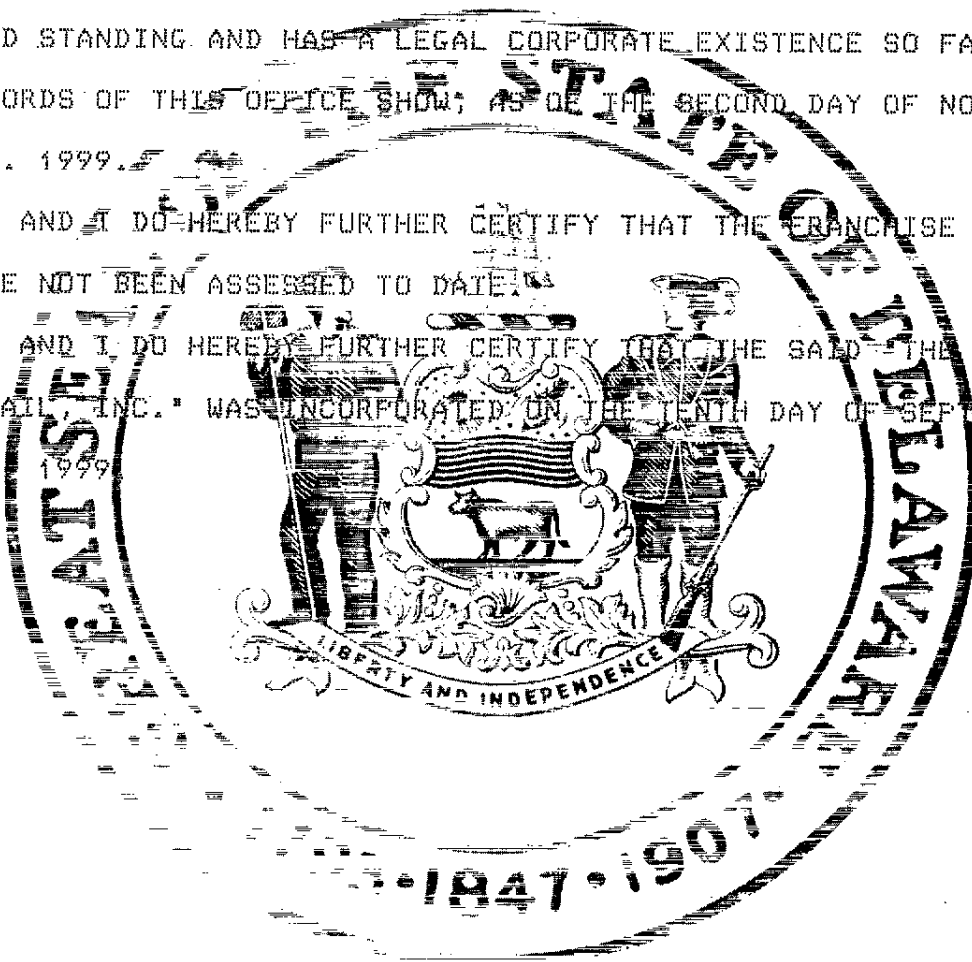
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DIVISION OF CORPORATIONS
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE WET SEAL RETAIL, 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 SECOND DAY OF NOVEMBER, A.D. 1999.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE WET SEAL RETAIL, INC." WAS INCORPORATED ON THE TENTH DAY OF SEPTEMBER, A.D. 1999.



Edward J. Freel

Edward J. Freel, Secretary of State

3095161 8300

991465643

AUTHENTICATION:

0059669

DATE:

11-02-99

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DIVISION OF CORPORATIONS
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