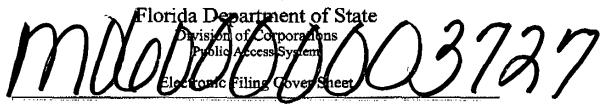
Division of Corporations

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Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To:

Division of Corporations

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Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Phone : (850)222-1092 Fax Number : (850)878-5926

FLOI	RIDA/FOREIGN LIM	TED LIABILI	TY CO.
OF CORP	Bath & Body Wo	orks, LLC	
DIVISION	Certificate of Status	0	
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	Estimated Charge	\$125.00	

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Help

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES. THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1.	Bath & Body Works, LLC			
	(Name of Foreign Limited Liability Company)			
	Delaware 3. 52-2455381			
	(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)			
4.	03/17/2005 5. Perpetual			
	(Date of Organization) (Duration: Year limited liability company will ceese to exist or "perpetual")			
6.	(Date first transacted business in Floride, if prior to registration.)			
	(See sections 608.501 & 608.502 F.S. to determine panalty liability)			
7.	7 Limited Parkway, Reynoldsburg, QH 43068			
	(Street Address of Principal Office)			
8. If limited liability company is a manager-managed company, check here				
9.	The name and usual business addresses of the managing members or managers are as follows:			
	Limited Brands Store Operations, Inc. Sole Member			
	3 Limited Parkway			
	Cincinnati, OH 45202			
tive tres	Attached is an original certificate of existence, no more than 90 days old, duty authenticated by the official having custody of no spiritual factories and of the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a relation of the certificate under oath of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida:			
	retail sale of personal care products	SECRET HVISION C		
	Least 1-1 Long	ETAR COF C		
	Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an officeration under the penalties of perjuty that the (bots stated herein are true.)	Y OF S ORPOR		
	Scott A, Kriss Vice President of Sole Member	? ≧≅		
	Typed or printed name of signed			

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA ST UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE ST FLORIDA.	STATEMENT
1. The name of the Limited Liability Company is:	
Bath & Body Works, LLC	<u> </u>
2. The name and the Florida street address of the registered agent and office are:	
C T Corporation System (Name)	
1200 South Pine Island Road Plorida Street Address (P.O. Box NOT ACCEPTABLE)	
1.0.100 0.000 (1.0.100 <u>1.0.100</u> 1.000 1.0	
Plantation FL 33324	
City/State/Zip	
Having been named as registered agent and to accept service of process for the above staliability company at the place designated in this certificate, I hereby accept the appointm agent and agree to act in this capacity. I further agree to comply with the provisions of a relating to the proper and complete performance of my duties, and I am familiar with an obligations of my position as registered agent as provided for in Chapter 608, Florida St. C.T. Corporation System.	ent as registered all statutes d accopt the
By: Ly and Lexon	.DIVISI . 2006 J
Garol Record Assistant Secretary	PRETARE ON OF C
risolatif secretary	Y OF ORFO ORFO
\$ 100.00 Filing Fee for Application	STA ORAT
\$ 25.00 Designation of Registered Agent	58 58
\$ 30.00 Certified Copy (optional) \$ 5.00 Certificate of Status (optional)	-, '4

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Delaware

PAGE 1

The First State

I, HARRIET SMITE WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BATH & BODY WORKS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF JULY, A.D. 2006.

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

2006 JUN -5 AM 8: 58



3941478 83QQ 060635731 Warriet Smith Window, Secretary of State

AUTHENTICATION: 4873990

DATE: 07-03-06