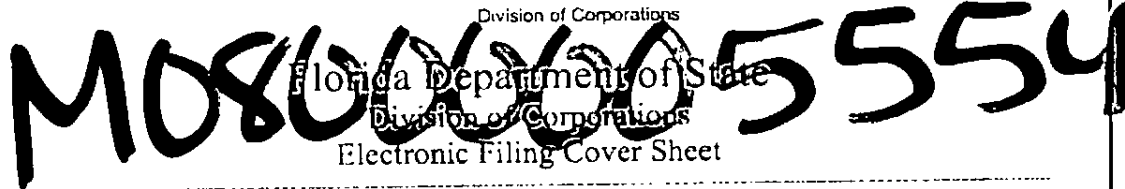


8/30/2017



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.

(((H170002341783)))



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Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6383

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (512)418-6949
Fax Number : (954)208-0845

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
IKEA U.S. EAST, LLC

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 08 |
| Estimated Charge | \$25.00 |

Electronic Filing Menu

Corporate Filing Menu

Help

AUG 31 2017
J. HARRIS

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: _____
Name of Foreign Limited Liability Company

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Name of Person

Firm/Company

Address

City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Name of Person at (_____) _____
Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Chilton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- ☐ \$25 Filing Fee ☐ \$30 Filing Fee & Certificate of Status ☐ \$55 Filing Fee & Certified Copy ☐ \$60 Filing Fee, Certificate of Status & Certified Copy

CR2E055 (9/15)

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: IKEA U.S. EAST, LLC

Enter new principal office address, if applicable:

(Principal office address
MUST BE A STREET ADDRESS)

Enter new mailing address, if applicable:

(Mailing address
MAY BE A POST OFFICE BOX)

2. The Florida document number of this limited liability company is: MI08000005554

3. Jurisdiction of its organization: DE

4. Date authorized to do business in Florida: 12/29/2008

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: IKEA US RETAIL LLC
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C.," or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida Street Address

_____, Florida _____
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

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 as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

VA

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(c), indicate that change:

| <u>Title/ Capacity</u> | <u>Name</u> | <u>Address</u> | <u>Type of Action</u> |
|------------------------|-------------|----------------|---------------------------------|
| | | | <input type="checkbox"/> Add |
| | | | <input type="checkbox"/> Remove |
| | | | <input type="checkbox"/> Add |
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| | | | <input type="checkbox"/> Remove |

9. Attached is a certificate, if required; no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Mark Foutch

Signature of the authorized representative

Mark Foutch, Member

Typed or printed name of signee

Filing Fee: \$25.00

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of all documents on file in the Clerk's Office of the Commission relating to the domestication of IKEA US RETAIL LLC as a limited liability company organized under the laws of this Commonwealth.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
August 24, 2017*

Joel H. Peck

Joel H. Peck, Clerk of the Commission

1708060743

ARTICLES OF DOMESTICATION OF IKEA U.S. East, LLC

The undersigned, on behalf of the foreign limited liability company set forth below, pursuant to Title 13.1, Chapter 12, Article 14 of the Code of Virginia, states as follows:

1. The name of the foreign limited liability company immediately before the filing of these articles of domestication is IKEA U.S. East, LLC. Upon the filing of these articles, the name of the limited liability company shall be IKEA US RETAIL LLC.
2. The limited liability company was originally formed, organized, or incorporated under the laws of Delaware on August 31, 1999 as a limited liability company with the name IKEA U.S. East, LLC.
3. The plan of domestication, pursuant to § 13.1-1075 of the Code of Virginia, is set forth as follows:
 - A. The limited liability company is presently domesticated under the laws of Delaware, and the jurisdiction in which the limited liability company is to be domesticated is the Commonwealth of Virginia.
 - B. The full text of the amended and restated articles of organization of the limited liability company that will be in effect upon consummation of the domestication is attached hereto.
4. The domestication is permitted by the laws of the jurisdiction in which the limited liability company is organized immediately before the filing of these articles, and the limited liability company has complied with those laws in effecting the domestication.
5. The person signing the articles has been delegated the right and power to manage the business and affairs of the limited liability company.

Executed in the name of the limited liability company by:

Mark Foutch
(signature)

8/10/17
(date)

Mark Foutch
(printed name)

Manager
(title (e.g., manager or member))

T0417883
(limited liability company's SCC ID no., if assigned)

(telephone number (optional))

{00655096;xi}

1708060743



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

LLC-1011
(10/11)

AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF A VIRGINIA LIMITED LIABILITY COMPANY

Pursuant to Chapter 12 of Title 13.1 of the Code of Virginia the undersigned states as follows:

1. The name of the limited liability company is

IKEA US RETAIL LLC

(The name must contain the words limited company, limited liability company or the abbreviation L.C., LLC, or L.L.C.)

2. A. The name of the limited liability company's initial registered agent is

CT Corporation System

B. The initial registered agent is (mark appropriate box):

(1) an INDIVIDUAL who is a resident of Virginia and

- ☐ a member or manager of the limited liability company;
☐ a member or manager of a limited liability company that is a member or manager of this limited liability company;
☐ an officer or director of a corporation that is a member or manager of the limited liability company;
☐ a general partner of a general or limited partnership that is a member or manager of the limited liability company;
☐ a trustee of a trust that is a member or manager of the limited liability company;
☐ a member of the Virginia State Bar.

OR

(2) ☒ a domestic or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.

3. A. The limited liability company's initial registered office address, including the street and number, if any, which is identical to the business office of the initial registered agent, is

4701 Cox Road, Suite 285, Glen Allen, VA 23060
 (number/street) (city or town) (zip)

B. The registered office is located in the ☒ county or ☐ city of Henrico.

4. The limited liability company's principal office address, including the street and number, is

420 Alan Wood Road, Conshohocken, PA 19428
 (number/street) (city or town) (state) (zip)

Organizer(s):

Mark Fouch
 (signature)

8/10/17
 (date)

Mark Fouch

(printed name)

(telephone number (optional))

PRIVACY ADVISORY: Information such as social security number, date of birth, maiden name, or financial institution account numbers is NOT required to be included in business entity documents filed with the Office of the Clerk of the Commission. Any information provided on these documents is subject to public viewing.

1708060743

S698448 - 0

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, August 15, 2017

The State Corporation Commission has found the accompanying articles of domestication submitted on behalf of

IKEA U.S. East, LLC

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF DOMESTICATION

be issued and admitted to record with the articles of domestication and articles of organization in the Office of the Clerk of the Commission, effective August 15, 2017.

When the certificate becomes effective, IKEA U.S. East, LLC, a foreign limited liability company, is deemed to be a limited liability company organized under the laws of this Commonwealth with the name

IKEA US RETAIL LLC

The limited liability company is granted the authority conferred on it by law in accordance with its articles of organization, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



Judith Williams Jagdmann
Commissioner