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EXAMINER



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: Kim Weidenbach

DATE: 11/21/12

REF. #: 000438.176298

CORP. NAME: ERNOS OUTLET USA BV LLC

- | | | |
|---|---|--|
| ☐ ARTICLES OF INCORPORATION | ☐ ARTICLES OF AMENDMENT | ☐ ARTICLES OF DISSOLUTION |
| ☐ ANNUAL REPORT | ☐ TRADEMARK/SERVICE MARK | ☐ FICTITIOUS NAME |
| ☒ FOREIGN QUALIFICATION | ☐ LIMITED PARTNERSHIP | ☐ LIMITED LIABILITY |
| ☐ REINSTATEMENT | ☐ MERGER | ☐ WITHDRAWAL |
| ☐ CERTIFICATE OF CANCELLATION | | |
| ☐ OTHER: | | |

STATE FEES PREPAID WITH CHECK# 102034 **FOR \$** 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ **COST LIMIT: \$** _____

PLEASE RETURN:

- | | | |
|--|---|--|
| ☐ CERTIFIED COPY | ☐ CERTIFICATE OF GOOD STANDING | ☒ PLAIN STAMPED COPY |
| ☐ CERTIFICATE OF STATUS | | |

Examiner's Initials

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Ernos Outlet USA BV LLC
(Name of Foreign Limited Liability Company; must include "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 include "Limited Liability
Company," "L.L.C.," "LLC.")

2. The Netherlands 3. 98-0481610
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable)

4. 02-05-2003 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to
exist or "perpetual")

6. n.a.
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 599 Broadway, New York, NY 10012
(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:

Erno's BV
Marktweg 2, 1681 NM Zwagdijk-Oost
The Netherlands

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in
the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a
translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: The import, export
and retail trade in commodities of textile and related goods.

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 affirmation under the
penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a
document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Robert Martin Schuman, as managing director
Typed or printed name of signer
of G-Star Management BV, the managing director
of Erno's BV, the managing member of
Ernos Outlet USA BV LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 NOV 21 PM 12:10

FILED

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Ernos Outlet USA BV LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

NATIONAL CORPORATE RESEARCH, LTD., INC.

(Name)

155 Office Plaza Drive

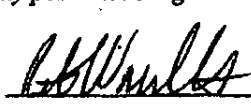
Florida Street Address (P.O. Box NOT ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating 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 608, Florida Statutes.

 Petrona Varela
Assist. Sect.
(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Chamber of Commerce
Commercial Register
extract

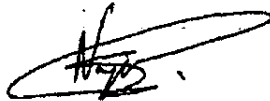
Commercial Register No. 34189961

Page 2 (of 2)

Powers

Solely/Independently authorised

Amsterdam, 19-10-2012. Extract was made at 10.09 hours.
For extract



N. Snijders, Plv. Directeur

APOSTILLE

Convention de La Haye du 5 octobre 1961

1. Country: THE NETHERLANDS
This public document
2. Has been signed by: N. Snijders
3. Acting in the capacity of: deputy general manager
of the chamber of commerce at Amsterdam
4. Bears the seal/stamp of:

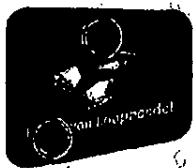
Certified

5. At Amsterdam
6. On 22 oktober 2012
7. By the clerk of the Court of Amsterdam
8. No:

Seal/Stamp: 42161

10. Signature
dhr. R. Wardenaar





Uittreksel Handelsregister Kamer van Koophandel

KvK-nummer 34189961

Deze inschrijving valt onder beheer van Kamer van Koophandel Amsterdam

Pagina 1 (van 2)

Rechtspersoon

RSIN	812059633
Rechtsvorm	Besloten Vennootschap
Statutaire naam	Ernos Outlet USA B.V.
Statutaire zetel	Amsterdam
Eerste inschrijving handelsregister	02-05-2003
Datum akte van oprichting	02-05-2003
Datum akte laatste statutenwijziging	20-12-2005
Geplaatst kapitaal	EUR 20.000,00
Gestort kapitaal	EUR 20.000,00
Deponering jaarstuk	De jaarrekening over boekjaar 2012 is gedeponeerd op 18-10-2012.

Onderneming

Handelsnaam	Ernos Outlet USA B.V.
Startdatum onderneming	02-05-2003
Activiteiten	SBI-code: 47713 - Winkels in bovenkleding en mode-artikelen (algemeen assortiment)
Werkzame personen	0

Vestiging

Vestigingsnummer	000017463629
Handelsnaam	Ernos Outlet USA B.V.
Bezoekadres	Keienbergweg 100, 1101GH Amsterdam Zuidoost
Telefoonnummer	0205677793
Datum vestiging	02-05-2003
Activiteiten	SBI-code: 47713 - Winkels in bovenkleding en mode-artikelen (algemeen assortiment)
Werkzame personen	Import, export en detailhandel in textielgoederen en aanverwante goederen
	0

Elig aandeelhouder

Naam	Erno's B.V.
Bezoekadres	Marktweg 2, 1681NM Zwaagdijk-Oost
Ingeschreven onder KvK-nummer	36049972
Elig aandeelhouder sedert	15-12-2005

Bestuurder

Naam	Erno's B.V.
Bezoekadres	Marktweg 2, 1681NM Zwaagdijk-Oost
Ingeschreven onder KvK-nummer	36049972
Datum in functie	19-12-2005
Bevoegdheid	Alleen/zelfstandig bevoegd

Een gewaarmerkt uittreksel is een officieel bewijs van inschrijving in het Handelsregister. Een papieren gewaarmerkt uittreksel is ondertekend, voorzien van een microtekst en uv-logo gedrukt op 'optisch dood' papier. Een digitaal gewaarmerkt uittreksel is ondertekend met een verifieerbare digitale handtekening.

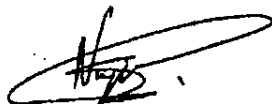


Uittreksel Handelsregister Kamer van Koophandel

KvK-nummer 34189961

Pagina 2 (van 2)

Amsterdam, 19-10-2012. Uittreksel is vervaardigd om 10.09 uur.
Voor uittreksel



N. Snijders, Plv. Directeur

APOSTILLE

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Certified

5. At Amsterdam
6. On 22 oktober 2012
7. By the clerk of the Court of Amsterdam

No:

Seal/Stamp:



42162

10. Signature

Mr. P. Wardenaar



Chamber of Commerce Commercial Register extract

Commercial Register No. 34189961

This registration is administered by the Chamber of Commerce for Amsterdam

Page 1 (of 2)

Legal entity

RSIN
Legal form
Statutory name
Corporate seat
First entry in Commercial Register
Date of deed of incorporation
Date of deed of last amendment to
the Articles of Association
Issued capital
Paid-up capital
Filing of the annual accounts

812059633
Private Limited Liability Company (Besloten Vennootschap)
Ernos Outlet USA B.V.
Amsterdam
02-05-2003
02-05-2003
20-12-2005

EUR 20.000,00
EUR 20.000,00
The annual accounts for the financial year 2012 were filed on 18-10-2012.

Company

Trade name
Company start date
Activities

Ernos Outlet USA B.V.
02-05-2003
SBI-code: 47713 - Shops selling outerwear and clothing accessories (non-specialised)

Employees

0

Establishment

Establishment number
Trade name
Visiting address
Telephone number
Date of incorporation
Activities

000017463629
Ernos Outlet USA B.V.
Kelenbergweg 100, 1101GH Amsterdam Zuidoost
0205677793
02-05-2003
SBI-code: 47713 - Shops selling outerwear and clothing accessories (non-specialised)
For further information on activities, see Dutch extract.

Employees

0

Sole shareholder

Name
Visiting address
Registered under CR No.
Sole shareholder since

Erno's B.V.
Marktweg 2, 1681NM Zwaagdijk-Oost
36049972
15-12-2005

Board member

Name
Visiting address
Registered under CR No.
Date of entry into office

Erno's B.V.
Marktweg 2, 1681NM Zwaagdijk-Oost
36049972
19-12-2005

A certified extract is an official proof of registration in the Commercial Register. Certified extracts issued on paper are signed and contain a microtext and UV logo printed on 'optically dull' paper. Certified extracts issued in electronic form are signed with a verifiable digital signature.

