

P26509

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

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(Business Entity Name)

(Document Number)

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10 JAN 15 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend/charging
CUS
@ 1/19/10

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: RUE21, INC
Name of Corporation

DOCUMENT NUMBER: P26509

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MARK HEAD
Name of Contact Person

RUE21, INC
Firm/Company

800 Commonwealth Drive Ste: 100
Address

WARRENDALE, PA 15086
City/State and Zip Code

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

For further information concerning this matter, please call:

MARK HEAD at (724) 776-7624
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

P26509

(Document number of corporation (if known))

1. RUE21, INC.
(Name of corporation as it appears on the records of the Department of State)

2. PENNSYLVANIA
(Incorporated under laws of)

3. OCTOBER 17, 1989
(Date authorized to do business in Florida)

FILED
STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
10 JAN 15 PM 2:50

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? NO CHANGE

5. NO CHANGE
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

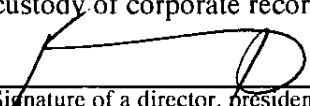
6. If the amendment changes the period of duration, indicate new period of duration.

PERPETUAL
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

DELAWARE
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

KEITH MCDONOUGH
(Typed or printed name of person signing)

SECRETARY
(Title of person signing)

rue21

Corporate Offi
800 Commonwealth Dr
Suite 1C
Warrendale, PA 1508
724.776.978
Fax 724.776.411
www.rue21.co

rue21, inc. was reorganized within Internal Revenue code Section 368(a). Through this reorganization the state of domicile was changed from Pennsylvania, to Delaware. rue21, inc. maintained its same federal employer identification number, 25-1311645. State of domicile was the only change through this reorganization. There was no accounting close, no change in assets or liabilities, no short period returns accordingly.

Delaware

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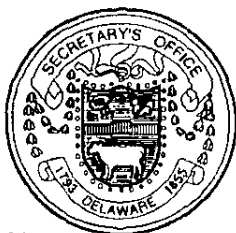
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RUE21, 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 SIXTH DAY OF JANUARY, A.D. 2010.

4746888 8300

100013347

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7741043

DATE: 01-06-10