Filing and License Fee: \$310.00 minimum

| ID | Number: | <br> |
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### STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Corporations Division 148 W. River Street Providence, Rhode Island 02904-2615

**BUSINESS CORPORATION** 

## APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

| The name of the corporated under the laws of Delaware  The name, if different, which it elects to use in Rhode Island is:  (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "imited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate name is not evaluable in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fidthious Business Name Statement" to be filled with this application:  The date of its incorporation is  Isnuary 23, 1986  and the period of its duration is perpetual  The address of its principal office in the state or country under the laws of which it is incorporated is  Providence  Providence  RI 02903  (City Town)  Rine of Agent)  The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  the sale of office supplies  Providence  See attached rider  Director  | 16 IOIIOWING Statement.                           |                                |  |                               |   |
|--|---|--------------------------------|--|-------------------------------|---|
| The name, if different, which it elects to use in Rhode Island is:  (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island, then set forth below the fictilious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictilious Business Name Statement" to be filed with this application:  The date of its incorporation is January 23, 1986 and the period of its duration is perpetual  The address of its principal office in the state or country under the laws of which it is incorporated is 1500 Staples Drive, Framingham, MA 01702  The address of its proposed registered office in Rhode Island is 155 South Main Street, Suite 301  (City/Town) (Zip Code)  Providence Ri 02903 and the name of its proposed registered agent in Rhode Island at (City/Town) (Zip Code)  The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: the sale of office supplies  Or Corporation System  (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).  Name  Or See attached rider  Director  | . The name of the corpo                           | oration is St                  | aples, Inc.                              |                               |   |
| (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:  (b) If the corporate name is not evaliable in Rhode Island, then set forth below the fictilious name under which the corporation will quelify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filled with this application:  The date of its incorporation is  | It is incorporated unde                           | or the laws of                 | Delaware                                 |                               |   |
| (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filled with this application:  The date of its incorporation is January 23, 1986 and the period of its duration is perpetual  The address of its principal office in the state or country under the laws of which it is incorporated is  155 South-Main Street, Suite 301  (Street Address, 1ot P.O. Box)  Providence RI 02903 and the name of its proposed registered agent in Rhode Island at (CityTown)  (CityTown) C T Corporation System  (Name of Agent)  The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: the sale of office supplies  See attached rider  Director  Director Corporations  DIRECT 15 years Called C 15 years C 15 yea | The name, if different,                           | which it elect                 | s to use in Rhode                        | Island is:                    |   |
| quality and transact business in Rhode Island as stated in the Prictious Business Name Statement to Statement application:  The date of its incorporation is January 23, 1986 and the period of its duration is perpetual  The address of its principal office in the state or country under the laws of which it is incorporated is  90 Staples Drive, Framingham, MA 01702  The address of its proposed registered office in Rhode Island is 155 South Main Street, Suite 301  (Street Address, not P.O. Box)  Providence RI 02903 and the name of its proposed registered agent in Rhode Island at (City/Town)  (City/Town) City Code)  The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: the sale of office supplies  (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).  Name  See attached rider  Director   | (a) If the name of                                | the corporator "limited." or   | flon in its jurisdi<br>r an abbreviation | iction of inc<br>thereof, the | corporation does not contain the word "corporation," "company,"<br>en list the name of the corporation with the addition of one of the      |
| The address of its principal office in the state or country under the laws of which it is incorporated is  00 Staples Drive, Framingham, MA 01702  The address of its proposed registered office in Rhode Island is  | qualify and tran                                  | name is not a<br>sact business | vailable in Rhode<br>s in Rhode Island   | island, thei<br>d as stated   | n set forth below the fictilious name under which the corporation will<br>In the "Fictitious Business Name Statement" to be filed with this |
| The address of its principal office in the state or country under the laws of which it is incorporated is  20 Staples Drive, Framingham, MA 01702  The address of its proposed registered office in Rhode Island is  Providence Reprovidence Re | The date of its incorpo                           | ration is Ja                   | nuary 23, 1986                           |                               | and the period of its duration is perpetual   |
| The address of its proposed registered office in Rhode Island is 155 South-Main Street, Suite 301 (Street Address, not P.O. Box)  Providence RI 02903 and the name of its proposed registered agent in Rhode Island at (City/Town)  The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: the sale of office supplies  The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).  Name  Oirector  Director  |   |                                | the state or coun                        | try under the                 | e laws of which it is incorporated is   |
| The address of its proposed registered office in Rhode Island is    155 South-Main Street, Suite 301   |   |                                |  | ay undor the                  |   |
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| Providence (City/Town) RI 02903 and the name of its proposed registered agent in Rhode Island at (Zip Code)  that address is C T Corporation System  (Name of Agent)  The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are: the sale of office supplies  (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).  Name  See attached rider  Director  |   | أماله والمساملة والمساملة      | rad office in Ehad                       | io leland ie                  | 155 South Main Street, Suite 301  |
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| of which it is incorporated).  Name See attached rider  Director Director Director Director    | the sale of office supp                           | lies                           |  |                               |   |
| of which it is incorporated).  Name See attached rider  Director Director Director Director This No. 150 ised: 12/05 DIRECTOR System Online  FILED DEC 21 2010   |   |                                |  |                               |   |
| Director Director Director Director Director Director Director  M No. 150 Address  FILED DEC 21 2010   | •   |                                | esses of its direct                      | ors (optiona                  | l unless directors are required under the laws of the state or country  |
| Director Director Director Director  M No. 150 rised: 12/05 6-11/28/2008 CT System Online  DEC 21 2010   | <b>0</b> , 11, 10, 10, 10, 10, 10, 10, 10, 10, 10 |                                | Name                                     |                               | <u>Address</u>  |
| Director Director  m No. 150 ised: 12/05 FILED DEC 21 2010   | Director  | See at                         | tached riu                               |                               |   |
| Director Director  In No. 150 Ised: 12/05 FILED DEC 21 2010  | Director  |                                |  | ·                             |   |
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|                               | Dan alalasi t  | Michael A. M   | <u>Name</u><br>files   | 500 Staples Drive, Fran   |   |
|                               | President  | Mark Weiss   | ilies .  | same  |   |
| _                             | Vice President   | Lisa Scopa   |  | same  |   |
|                               | Treasurer<br>Secretary   | Kristin Camp   | bell   | same  |   |
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| ). Ti<br>ar                   | ne aggregate num<br>id series, if any, v   | nber of shares v<br>vithin a class, is   | which it has authority t   | io issue, itemized by classes   | s, par value of shares, shares without par valu   |
|                               |  |  | Class  | Corion  | Par Value or Statement that<br>Shares are without Par Value   |
| ^                             | Number of 100,000,000  | Shares   | <u>Class</u><br>common   | - <u>Series</u>   | \$.0006   |
| -                             | ,000,000,000   | <u></u>  | preterred  |   | 3.01  |
| •                             | has no and property.   |  |  |   |   |
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|                               | \$ <u>U</u>  |  |  |   | n Rhode Island during the following year is   |
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|                               | located within t<br>following year,  | his state during<br>wherever locate  | the following year bea   | ars to the value of all proper<br>%. [divide (b) by (a) and   | multiply by 100 to obtain the percentage].  |
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8(a):

The names and addresses of directors:

Name: Basil Anderson, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702

Name: Arthur Blank, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702

Name: Mary Elizabeth Burton, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702

Name: Justin King, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702

Name: Carol Meyrowitz, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702

Name: Rowland Moriarty, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702

Name: Robert Nakasone, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702

Name: Ronald Sargent, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702

Name: Elizabeth Smith, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702

Name: Robert Sulentic, Director Address: c/o Staples, Inc., 500 Staples Drive City, State, Zip: Framingham, MA 01702 Name: Vijay Vishwanath, Director Address: c/o Staples, Inc., 500

Staples Drive

City, State, Zip: Framingham, MA

01702

Name: Paul Walsh, Director Address: c/o Staples, Inc., 500

Staples Drive

City, State, Zip: Framingham, MA

01702

# Delaware

## The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STAPLES, 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 TWENTIETH DAY OF DECEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

2081725 8300

101209945

AUTHENTICATION: 8440472

DATE: 12-20-10



### STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

A. Japa 1. eeio

Secretary of State

