

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

**DUPLICATE ORIGINAL OF
APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

The Dress Barn, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is The Dress Barn, Inc.

SECOND: The name which it elects to use in Rhode Island is Dress Barn

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of State of Connecticut

FOURTH: The date of its incorporation is 7/18/66 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 88 Hamilton Avenue, Stamford, CT 06902

SIXTH: The address of its proposed registered office in Rhode Island is Suite 3A, 101 Dyer Street, Providence 02903 and the name of its proposed registered agent in Rhode Island at that address is The Prentice-Hall Corporation System, Inc.

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are operation of retail stores.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
	Director	
	Director	
	Director	
		SEE ATTACHED
	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
30,000,000	Common Stock	\$.05 par value	
100,000	Preferred Stock	\$.05 par value	

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
22,234,972	Common Stock	\$.05 par value	
-0-	Preferred Stock	\$.05 par value	

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 25,000,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 75,000

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 225,000,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 600,000.00

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated 6/7, 1968

THE DRESS BARU, INC.
(Exact Corporate Name of Corporation Making Application)

By [Signature]
Its Vice President
and [Signature]
Its Asst. Secretary

STATE OF Connecticut
COUNTY OF Fairfield } Sc. Stamford

At 9:30 AM in said County on the 7th day
of June 1968, before me personally appeared Eric L. Linn & Michael Palmer, who being by me first duly sworn, declared that he is the Vice Pres & Asst Secy of The Dress Baru, Inc., that he signed the foregoing document as such Vice Pres & Asst Secy of the corporation, and that the statements therein contained are true.

Annette S. Lebow
Notary Public ANNETTE S. LEBOW
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 19

(NOTARIAL SEAL)

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF AUTHORITY
OF

I, _____ Secretary of State of the State of Rhode Island hereby certify that duplicate originals of an Application of _____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, have been received in this office and are found to conform to law, and that the foregoing is a duplicate original of the Application for such Certificate.

Witness my hand and the seal of the State of Rhode Island this _____ day of _____ 19 _____

Secretary of State

✓H7708

MR

JUL 8 9 57 AM '88

#1MR 7457

THE DRESS BARN, INC.
 A CONNECTICUT CORPORATION
 INCORPORATED 7/18/66
 FED ID#06-0812960
 88 HAMILTON AVENUE
 P.O. BOX 10220
 STAMFORD, CT. 06904

OFFICERS AND DIRECTORS:

<u>NAME</u>	<u>TITLE</u>	<u>BUSINESS ADDRESS</u>	<u>HOME ADDRESS</u>
JAFFE, ELLIOT	PRES/CHAIR OF BOARD	88 HAMILTON AVE, STAMFORD CT 06904	WESTOVER PARK, STAMFORD CT
JAFFE, ROSLYN	SECR/TREAS/DIRECTOR	88 HAMILTON AVE, STAMFORD CT 06904	WESTOVER PARK, STAMFORD CT
PALMER, MICHAEL	SR. VP/ASST SEC/DIRECTOR	88 HAMILTON AVE, STAMFORD CT 06904	PARK AVENUE, FAIRFIELD CT
STEINBERG, BURT	SR. VP/DIRECTOR	88 HAMILTON AVE, STAMFORD CT 06904	MERIDIAN LANE, NANJET NY
KWARTIN, SAUL	DIRECTOR	88 HAMILTON AVE, STAMFORD CT 06904	VERY MERRY LANE, STAMFORD CT
LEVEY, LIONEL	DIRECTOR	88 HAMILTON AVE, STAMFORD CT 06904	HAMILTON AVE, STAMFORD CT
HAWN, ERIC	VICE-PRES.	88 HAMILTON AVE, STAMFORD CT 06904	MYCOFF, NJ
JAFFE, ELISE	VICE-PRES.	88 HAMILTON AVE, STAMFORD CT 06904	NEW YORK, NY
WICHTENDAHN, CHUCK	VICE-PRES.	88 HAMILTON AVE, STAMFORD CT 06904	HOLMES, NY
ZILUCK, ART	VICE-PRES.	88 HAMILTON AVE, STAMFORD CT 06904	VALHALLA, NY