

Filing fee: \$75.00

12708

APPLICATION FOR
AMENDED CERTIFICATE OF AUTHORITY
OF

The TJX Companies, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-111 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for an Amended Certificate of Authority to transact business in Rhode Island, and for that purpose submits the following statement:

FIRST: A Certificate of Authority was issued to the corporation by your office on May 27, 1993, authorizing it to transact business in Rhode Island under the name of The TJX Companies, Inc.

SECOND: The corporate name of the corporation has been changed to NO CHANGE
(If no change, so indicate)

THIRD: The name which it elects to use hereafter in Rhode Island is

FOURTH: It desires to pursue in the transaction of business in Rhode Island other or additional purposes than those set forth in its prior Application for a Certificate of Authority, as follows: NO CHANGE
(If no other or additional purposes are proposed, insert "No change.")

FIFTH: Other amendments, if any, to Certificate of Authority previously issued: [see §§7-1.1-103, 7-1.1-109, 7-1.1-110. of the General Laws, 1956, as amended.] (If increase of authorized capital stock, state:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
5,000,000	Preferred	None	\$1.00
300,000,000	Common	None	\$1.00

- (A): An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1,940,583,000
- (B): An estimate of the value of its property to be located within Rhode Island during such year is \$ 5,856,000
- (C): An estimate of the gross amount of business to be transacted by it during such year is \$ 2,831,502,000
- (D): 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 \$ 26,240,000

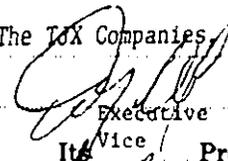
FILED

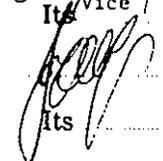
JUL 17 1993

By 187697

Dated June 3, 1997

The TJX Companies, Inc.

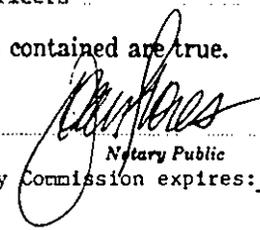
By  Executive Vice President

and  Secretary

Commonwealth of Massachusetts }
COUNTY OF Middlesex } Sc.

At Framingham, Massachusetts in said County on the 3rd day of June 1997, before me personally appeared Donald Campbell and Jay H. Meltzer, who being by me first duly sworn, declared that they are Exec. Vice President and Secretary, respectively of The TJX Companies, Inc.

that he signed the foregoing document as such Officers of the corporation, and that the statements therein contained are true.


Notary Public
My Commission expires: 01/08/99

(NOTARIAL SEAL)