

Filing fee: \$143.80  
License fee: \$15.00 minimum  
(Section 7-1.1-124)

**State of Rhode Island and Providence Plantations**

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

**APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF**

Corp. I.D. #

86348

CASUAL CORNER GROUP, 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 CASUAL CORNER GROUP, INC.

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

(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 Delaware

FOURTH: The date of its incorporation is June 26, 1995 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 1209 Orange Street, Wilmington, Delaware 19801

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, Rhode and the name of its proposed registered agent in Rhode Island at that address is C T Corporation System

C T CORPORATION SYSTEM

*Katherine A. Turi*  
Signature

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

Retail - Women's Apparel . Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of Rhode Island.

**FILED**

SEP 29 1995

By *[Signature]*  
148887

SEP 23 3 03 PM '95  
RECEIVED  
CORPORATIONS DIVISION  
OFFICE OF THE SECRETARY OF STATE

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

| Name  | Office   | Address   |
|---|----------|---|
| Leonardo Del Vecchio,                               | Director | 100 Phoenix Avenue, Enfield, Connecticut 06083-1700 |
| Claudio Del Vecchio,                                | Director | 100 Phoenix Avenue, Enfield, Connecticut 06083-1700 |
| 100 Phoenix Avenue, Enfield, Connecticut 06083-1700 | Director | Roberto Chemello,                                   |
| Susi Belli, Director                                |          | 100 Phoenix Avenue, Enfield, Connecticut 06083-1700 |

See attached list of officers.

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:

| Number of Shares | Class     | Series      | Par Value per Share or Statement that Shares are without Par Value |
|------------------|-----------|-------------|--|
| 1,000            | Common    | (No series) | \$0.01   |
| 1,000            | Preferred | (No series) | \$0.01   |

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:

| Number of Shares | Class     | Series      | Par Value per Share or Statement that Shares are without Par Value |
|------------------|-----------|-------------|--|
| 100              | Common    | (No series) | \$0.01   |
| 0                | Preferred | (No series) | \$0.01   |

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

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 2,524,105

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 571,938,343.00

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 \$ 2,450,317

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 September 26, 1995

CASUAL CORNER GROUP, INC.  
[Exact Corporate Name of Corporation Making Application]

By

Claudio Del Vecchio  
Its President

and

Its Secretary

STATE OF New York  
COUNTY OF New York } SC.

At New York City in said County on the 26<sup>th</sup> day  
of September 1995, before me personally appeared Claudio Del  
Vecchio, who being by me first duly sworn, declared that  
he is the President of CASUAL CORNER GROUP, INC.  
that he signed the foregoing document as such President of the  
corporation, and that the statements therein contained are true.

Ilana Lopez  
Notary Public

(NOTARIAL SEAL)

ILIANA LOPEZ  
Notary Public, State of New York  
No. 344000282  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires May 11, 1996

Appendix to Rhode Island  
Application for Certificate of Authority

**Officers of  
CASUAL CORNER GROUP, INC.**

---

1. Leonardo Del Vecchio, Chief Executive Officer  
100 Phoenix Avenue  
Enfield, Connecticut 06083-1700
2. Claudio Del Vecchio, President  
100 Phoenix Avenue  
Enfield, Connecticut 06083-1700
3. Roberto Chemello, Executive Vice President & Treasurer  
100 Phoenix Avenue  
Enfield, Connecticut 06083-1700
4. Susi Belli, Secretary  
100 Phoenix Avenue  
Enfield, Connecticut 06083-1700

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

---

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CASUAL CORNER GROUP, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JUNE, A.D. 1995, AT 4:30 O'CLOCK P.M.

RECEIVED  
SECRETARY OF STATE  
SEP 29 3 03 PM '95



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

*Edward J. Freel, Secretary of State*

AUTHENTICATION:

DATE: 7652577

2517787 8100

950219016

09-25-95