



**State of Rhode Island
Office of the Secretary of State**

Fee: \$310.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Foreign Corporation**Application for Certificate of Authority**

(Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended)

SECTION IThe name of the corporation is Boot Barn, Inc.**SECTION II**It is incorporated under the laws of State: DE Country: USA

This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing

SECTION III

The name, if different, which it elects to use in Rhode Island:

(a) *If the name of the corporation does not contain the word "corporation", "company", "incorporated", or "limited", or an abbreviation thereof, add one of these corporate endings for use in Rhode Island **OR***(b) *if the corporation proposes to qualify and transact business under a different name, list that name:**Note: If option (b) is elected, a Fictitious Business Name Statement (FORM 624A) is required to be filed with this application***SECTION IV**The date of its incorporation is 8/22/2007and the period of its duration is X Perpetual —**SECTION V**

The location of its principal office is

No. and Street: 15345 BARRANCA PKWYCity or Town: IRVINE State: CA Zip: 92618 Country: USA**SECTION VI**

The address of its proposed registered office in Rhode Island is

No. and Street: 222 JEFFERSON BOULEVARDSUITE 200City or Town: WARWICK State: RI Zip: 02888and the name of its proposed registered agent in Rhode Island at that address is CORPORATION SERVICE COMPANY**SECTION VII**

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

WESTERN RETAIL SALES**SECTION VIII**

(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).

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	JAMES G. CONROY	15345 BARRANCA PKWY IRVINE, CA 92618 USA

SECRETARY	JAMES M. WATKINS	15345 BARRANCA PKWY IRVINE, CA 92618 USA
DIRECTOR	PETER STARRETT	15345 BARRANCA PKWY IRVINE, CA 92618 USA
DIRECTOR	JAMES G. CONROY	15345 BARRANCA PKWY IRVINE, CA 92618 USA

(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	JAMES G. CONROY	15345 BARRANCA PKWY IRVINE, CA 92618 USA
SECRETARY	JAMES M. WATKINS	15345 BARRANCA PKWY IRVINE, CA 92618 USA
DIRECTOR	PETER STARRETT	15345 BARRANCA PKWY IRVINE, CA 92618 USA
DIRECTOR	JAMES G. CONROY	15345 BARRANCA PKWY IRVINE, CA 92618 USA

SECTION IX

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:

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Num of Shares</i>	
CWP			\$0.0001	100,000,000.00
PWP			\$0.0001	10,000,000.00

Signed this 21 Day of August, 2023 at 4:07:30 PM by the officers(s). This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.

By JAMES M. WATKINS

Signature of Authorized Officer of the Corporation

Form No. 150
Revised 09/07

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOOT BARN, 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 FOURTEENTH DAY OF AUGUST, A.D. 2023.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BOOT BARN, INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF AUGUST, A.D. 2007.

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



4410984 8300

SR# 20233245257

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



Jeffrey W. Bullock, Secretary of State

Authentication: 203960450

Date: 08-14-23



State of Rhode Island
Department of State | Office of the Secretary of State
Gregg M. Amore, Secretary of State

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
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:

August 21, 2023 04:06 PM

Gregg M. Amore
Secretary of State

