

# State of Idaho

Office of the Secretary of State

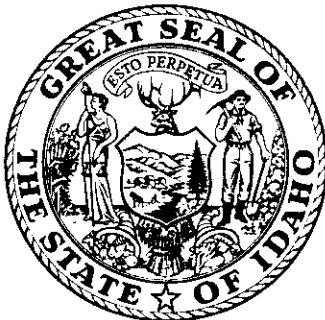
**CERTIFICATE OF AUTHORITY  
OF  
WET SEAL GC, INC.**

File Number C 155667

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 26 July 2004



*Ben Yursa*

SECRETARY OF STATE

By *Sally Lloyd*

FILED EFFECTIVE



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

WET SEAL GC, INC.

2. The name which it shall use in Idaho is:

3. It is incorporated under the laws of: Virginia

4. Its date of incorporation is: December 31, 2003

5. The address of its principal office is:

26972 Burbank, Foothill Ranch, CA 92610

6. The address to which correspondence should be addressed, if different from item 5, is:

26972 Burbank, Foothill Ranch, CA 92610

1401 Shoreline Drive, Suite 2

Boise, ID 83702

7. The street address of its registered office in Idaho is:

and its registered agent in Idaho at that address is: Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached officers/directors rider		

Dated: 7/15/04

Signature: *Doug Felderman*

Typed Name: Doug Felderman

Capacity: Secretary

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

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07/26/2004 05:00  
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1 @ 20.00 = 20.00 EXPEDITE C # 3

C 155467

## **OFFICERS/DIRECTORS RIDER**

ID-Application for Certificate of Authority

WET SEAL GC, INC.

### **List of Officers**

**Name:** Joe Deckop **Title:** President  
**Bus. Addr.:** 26972 Burbank , Foothill Ranch, CA 92610

**Name:** Doug Felderman **Title:** Secretary  
**Bus. Addr.:** 26972 Burbank , Foothill Ranch, CA 92610

**Name:** Peter Whitford **Title:** CEO  
**Bus. Addr.:** 26972 Burbank , Foothill Ranch, CA 92610

**Name:** Irving Teitelbaum **Title:** Chairman of the Board  
**Bus. Addr.:** 26972 Burbank , Foothill Ranch, CA 92610

### **List of Directors**

**Name:** Peter Whitford **Term:** Dec 31, 2099  
**Bus. Addr.:** 26972 Burbank , Foothill Ranch, CA 92610

**Name:** Doug Felderman **Term:** Dec 31, 2099  
**Bus. Addr.:** 26972 Burbank , Foothill Ranch, CA 92610

## **RIDER 1**

ID-Application for Certificate of Authority

WET SEAL GC, INC.

To manage the sale or other distribution of gift cards, gift certificates, merchandise credits, and other documents that are redeemable for merchandise, products, goods, and services at any of the corporation's retail stores. To engage in any act or activity for which corporations may be organized.

# Commonwealth OF Virginia



## State Corporation Commission

*I Certify the Following from the Records of the Commission:*

WET SEAL GC, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is December 31, 2003.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:  
July 21, 2004*

*Joel H. Peck*  
\_\_\_\_\_  
Joel H. Peck, Clerk of the Commission