

# State of Idaho

Office of the Secretary of State

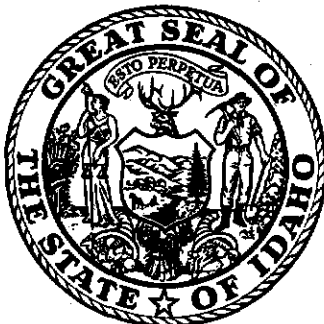
**CERTIFICATE OF AUTHORITY  
OF  
HOMEGOODS, INC.**

File Number C 192427

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: September 28, 2011



*Ben Yursa*

SECRETARY OF STATE

By

*Centria*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

11 SEP 28 AM 10:42

SECRETARY OF STATE  
STATE OF IDAHO

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

1. The name of the corporation is:  
HomeGoods, Inc.
2. The name which it shall use in Idaho is: \_\_\_\_\_
3. It is incorporated under the laws of: Delaware
4. Its date of incorporation is: 3/23/93
5. The address of its principal office is:  
770 Cochituate Road, Framingham, MA 01701
6. The address to which correspondence should be addressed, if different from item 5, is:  
\_\_\_\_\_
7. The street address of its registered office in Idaho is: 1111 West Jefferson, Suite 530, Boise, ID 83702  
and its registered agent in Idaho at that address is: C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
Richard Sherr	President	770 Cochituate Road, Framingham MA 01701
Kenneth Canestrari	Executive VP	770 Cochituate Road, Framingham MA 01701
David Glenn	Sr. Vice President	770 Cochituate Road, Framingham MA 01701
Ann McCauley	Secretary	770 Cochituate Road, Framingham MA 01701
Mary Reynolds	Treasurer	770 Cochituate Road, Framingham MA 01701
Alfred Appel	Vice President	770 Cochituate Road, Framingham MA 01701

Dated: 9/27/11

Signature: [Signature]

Typed Name: Alfred Appel

Capacity: Vice President  
(The signer must be a director or an officer of the corporation.)

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

SI:\app\forms\corp  
forms\app\certofauthority\_profit.pdf  
Revised 10/2005

IDAHO SECRETARY OF STATE  
09/28/2011 05:00  
CK: 25185 CT: 20168 BH: 1292215  
1 @ 100.00 = 100.00 AUTH PRO # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

C192427

# Delaware

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## The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOMEGOODS, 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 TWENTY-SEVENTH DAY OF SEPTEMBER, A.D. 2011.

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

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

2327627 8300

111047504

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9057486

DATE: 09-27-11