

**Department of State.**

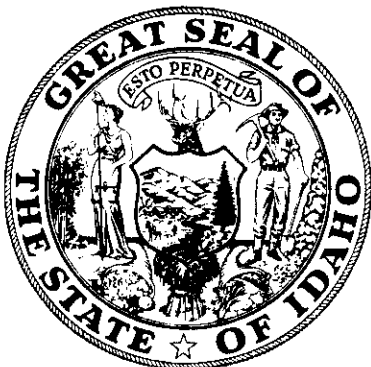
~~CHEROKEE STORES, INC.~~

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Dated June 22, 1981



*Robt. C. Casareno*  
SECRETARY OF STATE

Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 29-115, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your state and for a statement:

1. The name of the corporation is Cherokee Stores, Inc.
2. \*The name which it shall use in Idaho is Cherokee Stores, Inc.
3. It is incorporated under the laws of California
4. The date of its incorporation is December 9, 1980 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 13151 South Western Avenue, Gardena, California 90249
6. The address of its proposed registered office in Idaho is 7109 Overland Road, Boise, Idaho 83705, and the name of its proposed registered agent in Idaho at that address is Vardell Curtis
7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Retail sale of shoes
8. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>James P. Argyropoulos</u>	<u>Chairman of the Board</u>	<u>13151 South Western Ave., Gardena, CA 90249</u>
<u>Robert Randall Glickman</u>	<u>President</u>	<u>13151 South Western Ave., Gardena, CA 90249</u>
<u>Arthur P. Argyris</u>	<u>Vice President</u>	<u>13151 South Western Ave., Gardena, CA 90249</u>
<u>Norman L. Cowgill</u>	<u>Secretary/Treasurer</u>	<u>13151 South Western Ave., Gardena, CA 90249</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
<u>100,000</u>	<u>None</u>	<u>Without Par Value.</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
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NO SHARES ISSUED.

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated April 9th, 19 81.

Cherokee Stores, Inc.

X By Arthur P. Argyris  
Arthur P. Argyris  
Its Vice President

X and Norman L. Cowgill  
Norman L. Cowgill  
Its Secretary

STATE OF California )  
COUNTY OF Los Angeles )ss:

I, Regina C. Vince, a notary public, do hereby certify that on  
this 9th day of April, 19 81, personally appeared before  
me a Notary Public, who being by me first duly sworn, declared that ~~the~~ they  
are the Vice Pres. & Secretary of Cherokee Stores, Inc.

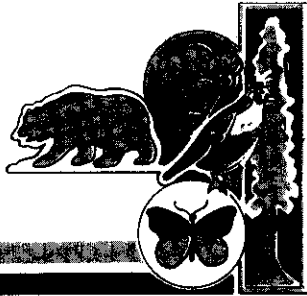
that ~~the~~ they signed the foregoing document as officers of the corporation and that the  
statements ~~therein contained~~ are true.



OFFICIAL SEAL  
REGINA C. VINCE  
NOTARY PUBLIC - CALIFORNIA  
PRINCIPAL OFFICE IN  
LOS ANGELES COUNTY  
My Commission Expires August 19, 1981

Regina C. Vince  
Regina C. Vince Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.



State  
of  
California

OFFICE OF THE SECRETARY OF STATE

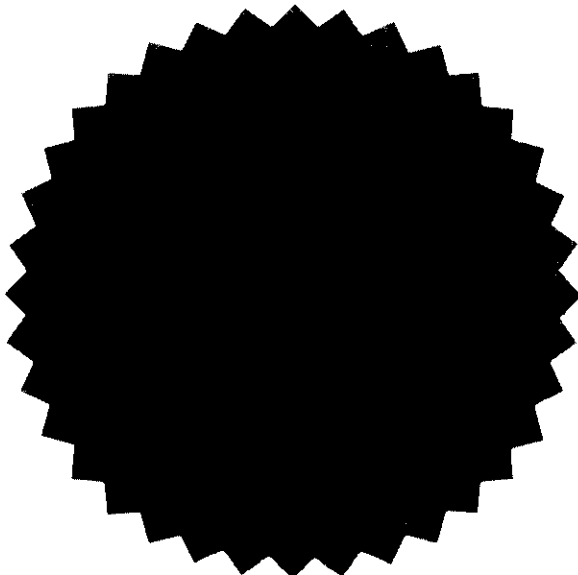
DEC 9 1980  
SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

DEC 9 1980



*March Fong Eu*

Secretary of State

ARTICLES OF INCORPORATION  
OF  
CHEROKEE STORES, INC.

1031757

ENDORSED  
FILED

In the office of the Secretary of State  
of the State of California

DEC 9 - 1980

MARCH FONG EU, Secretary of State  
Carmelle M. Guy  
Deputy

I

The name of this corporation is CHEROKEE STORES, INC..

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address in the State of California of this corporation's initial agent for service of process is: Norman Cowgill, 13401 South Western Avenue, Gardena, California 90249.

IV

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 100,000.

DATED: December 8, 1980.



Paul D. D. Bishop

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



Paul D. D. Bishop