

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY
OF
THE MAY DEPARTMENT STORES COMPANY

File Number **C 132762**

I PETE T. CENARRUSA, 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: March 3, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Keri Krosch*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

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

1. The name of the corporation is The May Department Stores Company
2. The name which it shall use in Idaho is _____
3. It is incorporated under the laws of New York
4. Its date of incorporation is June 4, 1910
5. The address of its principal office is 611 Olive Street, St. Louis, Missouri 63101
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 300 North 6th Street, Boise, Idaho 83702, and its registered agent in Idaho at that address is CT Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached Exhibit A		

Dated: 3/1/00

The May Department Stores Company

(Corporation name)

By Richard A. Brickson

Its Richard A. Brickson, Secretary

(specify capacity of signer)

Customer Acct # :

(If using pre-paid **IDAHO SECRETARY OF STATE**

Secretary of State use only

03/06/2000 09:00

CK: 141054235 CT: 2136 BH: 295928

1 @ 100.00 = 100.00 AUTH PRO # 3

1 @ 20.00 = 20.00 EXPEDITE C # 4

C132762

FILED/EFFECTIVE
MAR 3 3 15 PM '00

EXHIBIT A

The May Department Stores Company (a New York corp./"May-NY")

OFFICERS

Eugene S. Kahn	-	President and Chief Executive Officer
Jerome T. Loeb	-	Chairman of the Board
Anthony J. Torcasio	-	Vice Chairman of May-NY and Chief Executive Officer of May Merchandising Company
Richard W. Bennet, III	-	Vice Chairman
William P. McNamara	-	Vice Chairman
John L. Dunham	-	Vice Chairman and Chief Financial Officer
R. Dean Wolfe	-	Executive Vice President - Acquisitions and Real Estate
William D. Edkins	-	Senior Vice President
Lonny J. Jay	-	Senior Vice President
Jan R. Kniffen	-	Senior Vice President and Treasurer
Alan E. Charlson	-	Senior Vice President and Chief Counsel
Martin M. Doerr	-	Senior Vice President - Taxes
Michael G. Culhane	-	Vice President
Richard A. Brickson	-	Secretary

DIRECTORS

Jerome T. Loeb
John L. Dunham
Jan R. Kniffen

Address for all above Officers and Directors

c/o The May Department Stores Company
611 Olive Street
St. Louis, MO 63101

State of New York } ss: Department of State

I hereby certify, that the Certificate of Incorporation of THE MAY DEPARTMENT STORES COMPANY was filed on 06/04/1910, fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 29th day of February
two thousand.*

Special Deputy Secretary of State