

State of Idaho

Department of State

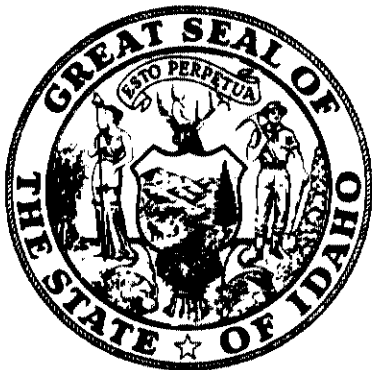
CERTIFICATE OF AUTHORITY OF

ROSS STORES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ROSS STORES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to ROSS STORES, INC. to transact business in this State under the name ROSS STORES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated October 17, 1990



Pete T. Cenarrusa

SECRETARY OF STATE

Elizabeth M. Zabala

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Ross Stores, Inc.

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

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is March 29, 1989 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 Incorporation Services, Ltd., 410 South State Street, Dover, DE 19903

6. The address to which correspondence should be addressed, if different from that in item 5. 8333 Central Ave., Newark, CA 94560-3433

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To sell, as a chain of retail stores, apparel and apparel-related merchandise, including cosmetics, fragrances, accessories and shoes for the entire family.

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

| Name | Office | Address |
|---------------------|--------|---------|
| <u>See attached</u> | | |
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(continued on reverse)

| Name | Office | Address |
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| See attached | | |
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10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: August 22, 1989 ⁹⁰

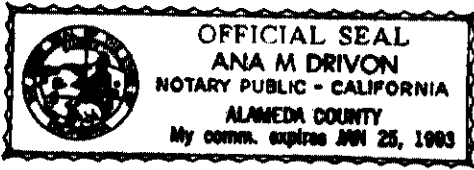
Ross Stores, Inc.
 (Corporation Name)

By *Norman A. Ferber*
 Norman A. Ferber Its President ~~Vice President (please specify)~~
 and *Earl T. Benson*
 Earl T. Benson Its Secretary ~~Assistant Secretary (please specify)~~

STATE OF CALIFORNIA)
) ss:
 COUNTY OF ALAMEDA)

I, Ana M. Drivon, a notary public, do hereby certify that on this 22 day of August, 19 ~~89~~ ⁹⁰, personally appeared before me Norman A. Ferber, who being by me first duly sworn, declared that (s)he is the President of Ross Stores, Inc.

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.



Ana M. Drivon
 Notary Public

ROSS STORES, INC.

OFFICERS

NORMAN A. FERBER
President and Chief Executive
Officer
8333 Central Avenue
Newark, CA 94560

GREGGORY L. BALDWIN
Executive Vice
President/Operations
8333 Central Avenue
Newark, CA 94560

ALAN R. SCHLESINGER
Executive Vice
President/Merchandising and
Marketing
8333 Central Avenue
Newark, CA 94560

MICHAEL BALMUTH
Senior Vice President and General
Merchandise Manager
8333 Central Avenue
Newark, CA 94560

EARL T. BENSON
Senior Vice President, Chief
Financial Officer and Corporate
Secretary
8333 Central Avenue
Newark, CA 94560

PETER C.M. HART
Senior Vice President/MIS
8333 Central Avenue
Newark, CA 94560

JAMES S. JACOBS
Senior Vice President/Store
Operations
8333 Central Avenue
Newark, CA 94560

STEPHEN F. JOYCE
Senior Vice President/Human
Resources
8333 Central Avenue
Newark, CA 94560

LOUIS S. VIRAG
Senior Vice President and General
Merchandise Manager
8333 Central Avenue
Newark, CA 94560

LYNN E. CAPLES
Vice President and Divisional
Merchandise Manager
8333 Central Avenue
Newark, CA 94560

ZSOLT S. deTOROK
Vice President, Management
Information Systems
8333 Central Avenue
Newark, CA 94560

JAMES S. FASSIO
Vice President/Real Estate
8333 Central Avenue
Newark, CA 94560

BARRY S. GLUCK
Vice President
8333 Central Avenue
Newark, CA 94560

DAVID GOLDMAN
Vice President/Marketing
8333 Central Avenue
Newark, CA 94560

WILLIAM E. INMAN
Vice President and Regional
Manager
8333 Central Avenue
Newark, CA 94560

JANET A. KANIOS
Vice President
8333 Central Avenue
Newark, CA 94560

GARY KAUFMAN
Vice President
8333 Central Avenue
Newark, CA 94560

BARBARA L. McINTEE
Vice President, Store Planning and
Distribution, and Merchandise
Control
8333 Central Avenue
Newark, CA 94560

ABE MINDE
Vice President
8333 Central Avenue
Newark, CA 94560

DAVID MORRISON
Vice President/Distribution
8333 Central Avenue
Newark, CA 94560

DONALD PHILLIPS
Vice President and Regional
Manager
8333 Central Avenue
Newark, CA 94560

WILLIAM REESE
Vice President
8333 Central Avenue
Newark, CA 94560

MARY SADOWSKI
Vice President and Regional
Manager
8333 Central Avenue
Newark, CA 94560

JOHN M. VUKO
Vice President, Treasurer and
Controller
8333 Central Avenue
Newark, CA 94560

DAVID WHITNEY
Vice President/Loss Prevention
8333 Central Avenue
Newark, CA 94560

ROSS STORES, INC.
BOARD OF DIRECTORS

STUART G. MOLDAW
Ross Stores, Inc.
8333 Central Avenue



PHILIP SCHLEIN
U.S. Venture Partners
Suite 300



DONALD G. FISHER
Chairman & Chief
Executive Officer
The Gap, Inc.
One Harrison Street



FRANKLIN P. "PITCH" JOHNSON, JR.
Asset Management Company
2276 East Parkhurst Road



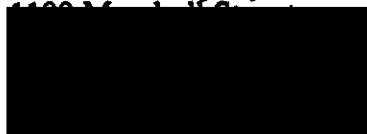
GEORGE ORBAN
11 Bluebill Avenue
VSC I 802



DONNA L. WEAVER
Weaver & Field, Inc.
The Kaiser Building
200 Lakeside Drive



DONALD H. SEILER
Seiler & Company



ALAN SCHLESINGER
Ross Stores, Inc.
Executive Vice President/
Marketing and Merchandise



NORMAN FERBER
Ross Stores, Inc.
President and
Chief Executive Officer



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State of Delaware



Office of Secretary of State

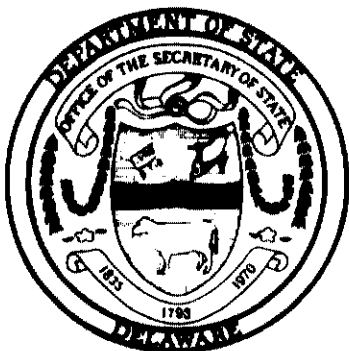
I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY ROSS STORES, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

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

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

SECRETARY OF STATE
OCT 9 9 40 AM '90

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Michael Harkins
Michael Harkins, Secretary of State

AUTHENTICATION: 12822731
DATE: 10/15/1990