

State of Idaho

Department of State

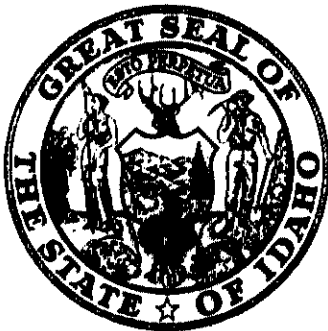
CERTIFICATE OF AUTHORITY OF

TRI-NORTH DEPARTMENT STORES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of TRI-NORTH DEPARTMENT 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 TRI-NORTH DEPARTMENT STORES, INC. to transact business in this State under the name TRI-NORTH DEPARTMENT STORES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: January 31, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

Richards

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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SEC. OF STATE
JAN 15 1985
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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 TRI-NORTH DEPARTMENT STORES, INC.
2. The name which it shall use in Idaho is ~~The Hub Clothing~~
TRI-NORTH DEPARTMENT STORES INC
(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 WASHINGTON
4. The date of its incorporation is MARCH 4, 1965 and the period of its duration is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is 5000 1ST AVE SOUTH SEATTLE WA. 98134
~~C.T. CORPORATION SYSTEM 300 N. 6TH ST. BOISE ID~~
6. The address to which correspondence should be addressed, if different from that in item 5.
5000 1ST AVE SO SEATTLE WA 98134
7. The street address of its proposed registered office in Idaho is C.T. CORPORATION SYSTEM
300 N 6TH ST BOISE ID 83701, and the name of its proposed registered agent in Idaho at that address is SAME
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
RETAIL SALE OF CLOTHING AND SHOES
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>SHELDON STEINBERG</u>	<u>DIRECTOR</u>	<u>5000 1ST AVE SO. SEATTLE WA. 98134</u>
<u>STEPHEN STEINBERG</u>	<u>PRES/DIRECTOR</u>	<u>2142 BOYER AVE N. SEATTLE WA. 98112</u>
<u>RICHARD BUSS</u>	<u>SELTREAS DIRECTOR</u>	<u>13859 170TH SE. RENTON WA. 98059</u>
<u>DEL DEIDE</u>	<u>V. PRES</u>	<u>10101 8TH AV. SC-27 SEATTLE WA. 98168</u>
<u>ROLLAN REA</u>	<u>V. PRES.</u>	<u>10557 ST HWY #303 N.E. POULSBRO WA. 98370</u>

(continued on reverse)

Name

Office

Address

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: 1-14-92

TRI-NORTH PFPY STORES

(Corporation Name)

By Rollan Rea Vice Pres.

Its President/Vice President (please specify)

and Burdett T. Buss Sec/Treas.

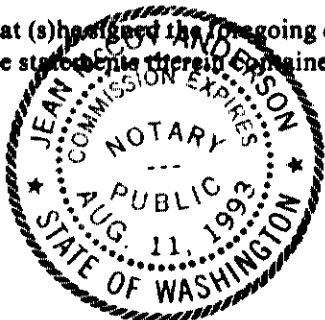
Its Secretary/ Assistant Secretary (please specify)

STATE OF WASHINGTON)

COUNTY OF KING) ss:

I, JEAN MCCOY-ANDERSON, a notary public, do hereby certify that on this 14th day of JANUARY, 1992, personally appeared before me RICHARD BUSS, who being by me first duly sworn, declared that (s)he is the SEC./TRAA of TRI NORTH DEPT. STORE

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



Jean McCoy-Anderson
Notary Public

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STATE of WASHINGTON SECRETARY of STATE

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

TRI-NORTH DEPARTMENT STORES, INC.

I, RALPH MUNRO, *Secretary of State of the State of Washington*, hereby certify that I am the custodian of the corporation records of this state.

I FURTHER CERTIFY that the records on file in this office show that the above - named profit corporation was incorporated under the laws of the State of Washington and was issued a certificate of incorporation in Washington on March 04, 1965 .

I FURTHER CERTIFY that as of the date of this certificate no Articles of Dissolution or Certificate of Withdrawal have been filed, that the conditions of the Revised Code of Washington, Title 23B.01.280(2) (a) through (d) have been met, and the corporation is duly authorized to transact business in the corporate form in the State of Washington.

Date: January 10, 1992

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

N. Brown