

# State of Idaho

Office of the Secretary of State

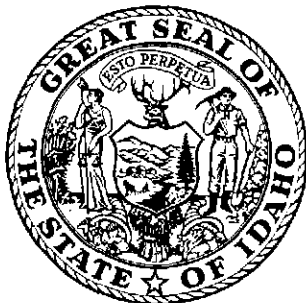
CERTIFICATE OF AUTHORITY  
OF  
CALERES, INC.

File Number C 206365

I, LAWRENCE DENNEY, 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: June 30, 2015



*Lawrence Denney*  
SECRETARY OF STATE  
BY *[Signature]*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

SECRETARY OF STATE  
STATE OF IDAHO

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

- The name of the corporation is: Caleres, Inc.
- The name which it shall use in Idaho is: Caleres, Inc.
- It is incorporated under the laws of: New York
- Its date of incorporation is: 01/02/1913
- The address of its principal office is: 8300 Maryland Ave., St. Louis MO 63105
- The address to which correspondence should be addressed, if different from item 5, is: P.O. Box 360, Tax Dept., St. Louis MO 63166
- The street address of its registered office in Idaho is: 12550 W. Explorer Drive, Suite 100, Boise, ID 83713  
and its registered agent in Idaho at that address is: Corporation Service Company

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

Name	Title	Business Address
See attached.		

Dated: 6/22/2015

Signature: [Signature]

Typed Name: William J. Berberich, Jr.

Capacity: V.P. Taxes/Assistant Secretary  
*[The signer must be a director or an officer of the corporation.]*

Customer Acct # :  
(if using pre-paid account)

IDAHO SECRETARY OF STATE  
Secretary of State Use Only  
**06/30/2015 05:00**  
CK: PREPAID CT:1157 BH:1482112  
1@ 100.00 = 100.00 AUTH PRO #2  
1@ 20.00 = 20.00 EXPEDITE C #3

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forms\app\certofauthority\_profit.pmd  
Revised 06/2005

Web Form C200365

**Caleres, Inc.**

**8300 MARYLAND AVE.  
ST. LOUIS, MO 63105**

**OFFICERS AND DIRECTORS**

**CEO & PRESIDENT**

Diane M. Sullivan  
8300 Maryland Ave.  
St. Louis, MO 63105

**SENIOR VICE PRESIDENT & CFO**

Kenneth H. Hannah  
8300 Maryland Ave.  
St. Louis, MO 63105

**SENIOR VICE PRESIDENT, FINANCE &  
CORPORATE DEVELOPMENT**

Thomas H. Lucas  
8300 Maryland Ave.  
St. Louis, MO 63105

**SENIOR VICE PRESIDENT, GENERAL  
COUNSEL & CORPORATE SECRETARY**

Michael I. Oberlander  
8300 Maryland Ave.  
St. Louis, MO 63105

**VICE PRESIDENT, TAXES &  
ASSISTANT SECRETARY**

William J. Berberich, Jr.  
8300 Maryland Ave.  
St. Louis, MO 63105

**CHAIRMAN**

Diane M. Sullivan  
8300 Maryland Ave.  
St. Louis, MO 63105

**DIRECTOR**

Ward M. Klein  
8300 Maryland Ave.  
St. Louis, MO 63105

**DIRECTOR**

Steven W. Korn  
8300 Maryland Ave.  
St. Louis, MO 63105

**DIRECTOR**

Lee Capps  
8300 Maryland Ave.  
St. Louis, MO 63105

For all the Officers and Directors listed above; the Business and Residence address are the same  
8300 Maryland Ave.  
St. Louis MO 63105

**State of New York**  
**Department of State** } **ss:**

*I hereby certify, that the Certificate of Incorporation of CALERES, INC. was filed on 01/02/1913, under the name of BROWN SHOE COMPANY, INC., 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 an existing corporation.*

*A Certificate of Amendment BROWN SHOE COMPANY, INC., changing its name to BROWN GROUP, INC., was filed 01/14/1972.*

*A Certificate of Amendment BROWN GROUP, INC., changing its name to BROWN SHOE COMPANY, INC., was filed 05/27/1999.*

*A Certificate of Amendment BROWN SHOE COMPANY, INC., changing its name to CALERES, INC. , was filed 05/29/2015.*



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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 26th day of June  
two thousand and fifteen.*

*Anthony Giardina*

Anthony Giardina  
Executive Deputy Secretary of State