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State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

LECHTERS IDHAO, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **September 16, 1991**



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

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ARTICLES OF INCORPORATION

OF

LECHTERS IDAHO, INC.

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The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is

LECHTERS IDAHO, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To engage in any lawful business for which corporations may be organized under the Idaho Business Corporation Act, and the retail sale of housewares and kitchenware.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) Common shares, each share having a par value of One Dollar (\$1.00).

FIFTH: The address of the initial registered office of the corporation is 300 North 6th Street, Boise, Idaho 83701, and the name of its initial registered agent at such address is C T CORPORATION SYSTEM.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is four (4), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
DONALD JONAS	1 Cape May Street Harrison, New Jersey 07029
ALBERT LECHTER	1 Cape May Street Harrison, New Jersey 07029
LENARD PFEFFER	1 Cape May Street Harrison, New Jersey 07029
BERNARD NEBENZAHL	1 Cape May Street Harrison, New Jersey 07029

SEVENTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
THOMAS B. BALDWIN	1633 Broadway New York, New York 10019
JULIAN E. PARKS, JR.	1633 Broadway New York, New York 10019
BARBARA A. DAWSON	1633 Broadway New York, New York 10019

Dated: August 28, 1991.

<i>Thomas B. Baldwin</i>	_____
Thomas B. Baldwin	
<i>Julian E. Parks, Jr.</i>	_____
Julian E. Parks, Jr.	
<i>Barbara A. Dawson</i>	_____
Barbara A. Dawson	