

# State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY  
OF  
COST PLUS, INC.**

File Number C 184941

I, BEN YSURSA, 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: October 27, 2009



*Ben Ysursa*  
SECRETARY OF STATE

By \_\_\_\_\_

202



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2009 OCT 27 PM 3:00

SECRETARY OF STATE  
STATE OF IDAHO

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

1. The name of the corporation is:

Cost Plus, Inc.

2. The name which it shall use in Idaho is:
- Cost Plus, Inc.

3. It is incorporated under the laws of:
- California

4. Its date of Incorporation is:
- 11/12/1946

5. The address of its principal office is:

200 4th Street, Oakland, CA 94607

6. The address to which correspondence should be addressed, if different from item 5, is:

Cost Plus, Inc., att: R. Regalado, 200 4th Street, Oakland, CA 94607

7. The street address of its registered office in Idaho is:
- 101 S Capital Blvd, 10th Fl., Boise, ID 83702

and its registered agent in Idaho at that address is: Idaho Service Company

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

Name

Title

Business Address

see attachedDated: 10/26/09Signature: Jane L. BaughmanTyped Name: Jane L. BaughmanCapacity: EVP, CFO and Secretary*[The signer must be a director or an officer of the corporation.]*

Customer Acct #.

(If using pre-paid account)

Secretary of State use only

3/10/2009 10:09 AM  
 2083855384\_002\_005  
 Received 10/27/09

IDAHO SECRETARY OF STATE  
 10/27/2009 05:00  
 CK: NONE CT: 1117 BH: 1192872  
 1 @ 100.00 = 100.00 AUTH PRO # 2  
 1 @ 20.00 = 20.00 EXPEDITE C # 3

2184041

FILED EFFECTIVE

**COST PLUS, INC.**  
**BOARD OF DIRECTORS**

**Fredric Roberts**  
**(Nonexecutive Chairman)**

**F.M. Roberts & Co., Inc.**  
**1252 Highland Avenue**  
**Glendale, CA 91202**  
**(818) 956-8912**

**Joseph H. Coulombe**

**535 S. Grand**  
**Pasadena, CA 91105**  
**(626) 449-5041**

**Cliff Einstein**

**Cliff Einstein Creative Concepts, LLC**  
**11940 Brentwood Grove**  
**Los Angeles, CA 90049**  
**(310) 472-8964**

**Barry J. Feld**

**Cost Plus, Inc.**  
**200 4<sup>th</sup> Street**  
**Oakland, CA 94607**

**Danny Gurr**

**119 Sea Hammock Way**  
**Ponte Vedra, FL 32082**  
**(904) 273-9298**

**Willem Mesdag**

**Red Mountain Capital**  
**10100 Santa Monica Blvd., Suite 925**  
**Los Angeles, CA 90067**

**Kim Robbins**

**19 Sea Colony Drive**  
**Santa Monica, CA 90405**  
**(310) 450-4674**

**Kenneth Stevens**

**Philosophy**  
**3809 E. Watkins Street**  
**Phoenix, AZ 85034**

**COST PLUS, INC. OFFICERS**

<b><u>NAME</u></b>	<b><u>TITLE</u></b>
Barry J. Feld	President and CEO
Jane L. Baughman	Executive Vice President, CFO and Secretary
Joan S. Fujil	Executive Vice President-Human Resources
George K. Whitney III	Sr. Vice President - Merchandising
Carrie Crooker	Sr. Vice President- Stores
Jeff Turner	Sr. Vice President - Chief Information Officer
Liz Allen	Sr. Vice President - Marketing
Anne Mirante	Vice President- Financial Planning/Treasurer
Clifford March	Vice President- Information Technology
Steven Knight	Vice President- Distribution
Laura Sites-Reynolds	Vice President - Inventory Management
Christopher Cooper	Vice President - Human Resources
Karin Durham	Vice President - Human Resources
Mary Jennifer Beasley	Vice President - Visual Merchandising
Matthew Gee	Vice President - Consumables
Fred Rancour	Vice President - Eastern Region
James Orr	Vice President - Logistics
Jenny Ann Hughes	Vice President - Maryland Beverage Sales*

The business address and phone numbers for all of the above officers except Jenny Ann Hughes is:

Cost Plus, Inc.  
200 4<sup>th</sup> Street  
Oakland, CA 94607  
(510) 893-7300

The business address and phone number for Jenny Ann Hughes is:

Cost Plus, Inc.  
Attention: Rhoda Regalado  
200 4<sup>th</sup> Street  
Oakland, CA 94607  
(925) 376-2794

# State of California Secretary of State

## CERTIFICATE OF STATUS

**ENTITY NAME:****COST PLUS, INC.**

**FILE NUMBER:** C0211445  
**FORMATION DATE:** 11/12/1946  
**TYPE:** DOMESTIC CORPORATION  
**JURISDICTION:** CALIFORNIA  
**STATUS:** ACTIVE (GOOD STANDING)

I, **DEBRA BOWEN**, Secretary of State of the State of California,  
hereby certify:

The records of this office indicate the entity is authorized to exercise  
all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial  
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate  
and affix the Great Seal of the State of  
California this day of October 09, 2009.

*Debra Bowen*

**DEBRA BOWEN**  
Secretary of State