

State of Idaho

Department of State

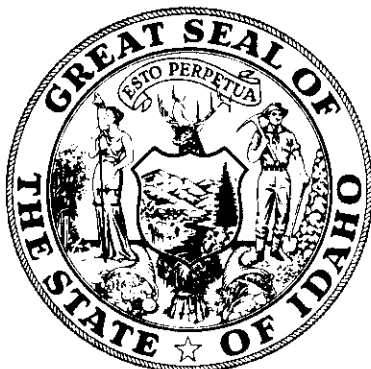
CERTIFICATE OF AUTHORITY OF

P.S. PLUS SIZES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of P.S. PLUS SIZES, 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 P.S. PLUS SIZES, INC. to transact business in this State under the name P.S. PLUS SIZES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated **June 30, 1986**



Pete T. Cenarrusa

SECRETARY OF STATE

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 PS, PLUS SIZES, INC. 86 JUN 30 09 35

2. The name which it shall use in Idaho is N/A

(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 New York

4. The date of its incorporation is April 18, 1986 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 c/o C T Corporation System, 1633 Broadway, New York, NY 10019

6. The address to which correspondence should be addressed, if different from that in item 5. c/o Allied Stores Corporation, 1114 Avenue of the Americas, New York, New York 10036

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 C T CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in any lawful act or activity for which corporations may be organized.

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

Name	Office	Address
SEE ATTACHED		

(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: June 18, 1986

RS. PLUS SIZES, INC.

(Corporation Name)

By [Signature]

~~Its Secretary~~ Vice President (please specify)
Frank R. D'Elia

and [Signature]

~~Its Secretary~~ Assistant Secretary (please specify)
Susan Tripp

STATE OF New York)

COUNTY OF New York) ss:

I, Anna Jean Cohn, a notary public, do hereby certify that on

this 19th day of June, 19 86, personally appeared before

me Susan Tripp, who being by me first duly sworn, declared that (s)he

is the Assistant Secretary of RS. PLUS SIZES, INC.

Asst. Secy.

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

ANNA JEAN COHN
 Notary Public, State of New York
 No. 41-5491055
 Qualified in Queens County
 Certificate Filed in New York County
 Commission Expires July 31, 1988

[Signature]
 Notary Public

R I D E R

PS PLUS SIZES

OFFICERS AND DIRECTORS

Joseph M. Lesser - 054-20-5237
President & Director
420 East 54th Street
New York, New York 10022

Current term of office commenced: 4/21/86
expires: 4/20/87

James A. Walsh - 098-16-6026
Director
240 East 47th Street
New York, New York 10017

Current term of office commenced: 4/21/86
expires: 4/20/87

Frank R. D'Elia - 120-24-6460
Vice Pres., Secy. & Director
30 Sunset Avenue
Lynbrook, New York 11563

Current term of office commenced: 4/21/86
expires: 4/20/87

Joseph J. Calandro, Jr. - 074-22-5209
Vice Pres. & Asst. Treas.
38 Ridgeview Drive
Pleasantville, New York 10570

Current term of office commenced: 4/21/86
expires: 4/20/87

Frank S. Fuino, Jr. - 139-36-9575
Treasurer
61 Hunt Road
Freehold, New Jersey 07728

Current term of office commenced: 4/21/86
expires: 4/20/87

Susan Tripp - 301-44-9373
Assistant Secretary
Box 175
Carversville, Pennsylvania 18913

Current term of office commenced: 4/21/86
expires: 4/20/87

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

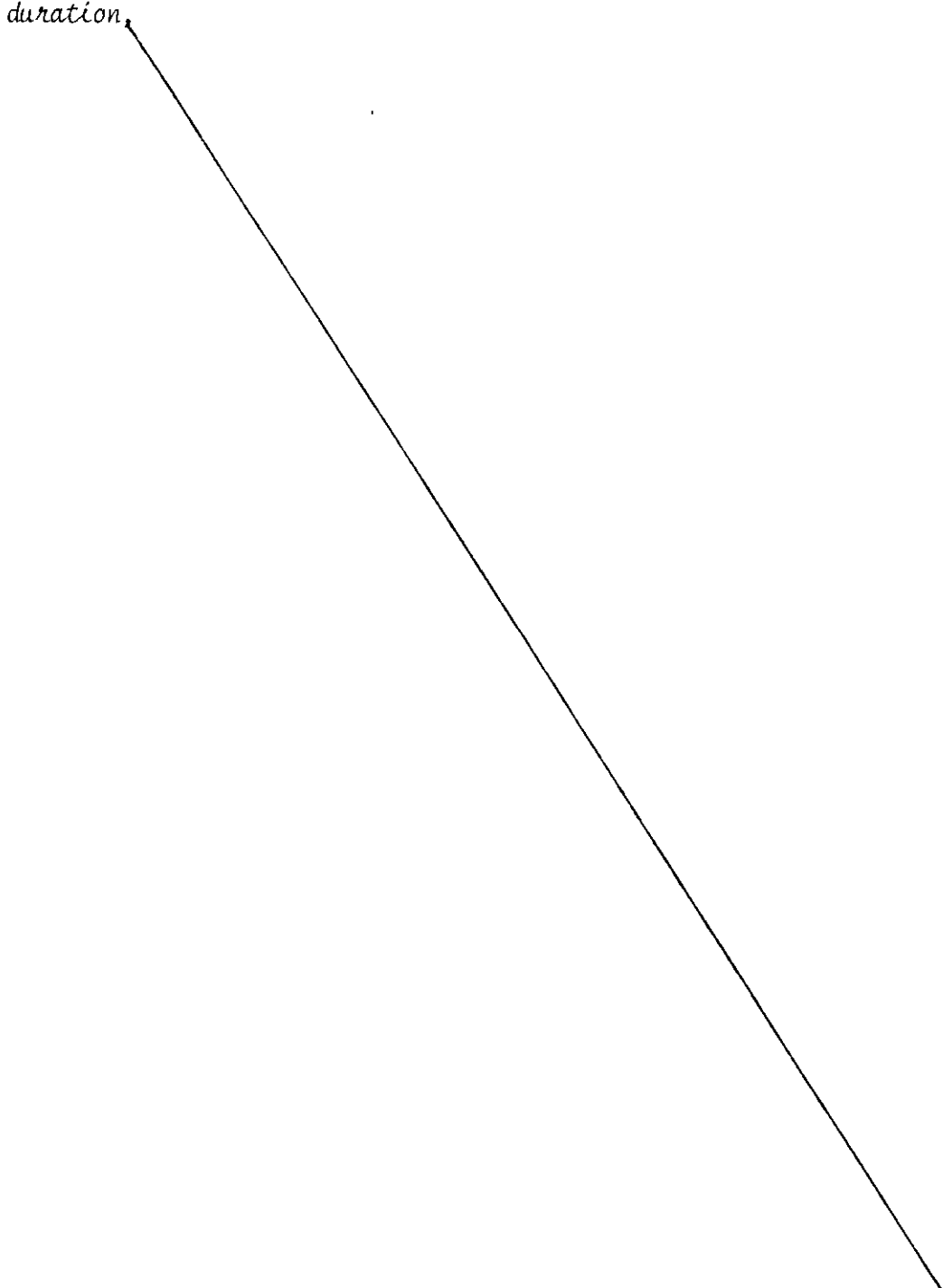
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SEC. OF STATE

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I Hereby Certify, *that I have made diligent examination of the index of corporation papers filed in this Department for a certificate, order or record of a dissolution of*

P.S. PLUS SIZES, INC.

the certificate of incorporation of which corporation was filed April 18, 1986, with perpetual duration,



and that upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness *my hand and the official seal of the Department of State at the City of Albany, this 30th day of May one thousand nine hundred and Eighty-Six*

[Handwritten Signature]
Secretary of State