

State of Idaho

Office of the Secretary of State

CERTIFICATE OF WITHDRAWAL
OF
ZIONS CO-OPERATIVE MERCANTILE INSTITUTION
File Number C 66851

I, PETE T. CENARRUSA, secretary of State of the State of Idaho, hereby certify that Application for Certificate of Withdrawal from this State, 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 Withdrawal and attach hereto a duplicate of the Application for such Certificate.

Dated: March 13, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

BY *[Signature]*

DEFECTIVE
FILED/EFFECTIVE
MAY 13 11 52 AM '02

APPLICATION FOR CERTIFICATE OF WITHDRAWAL

(Instructions on back of application)



To the Secretary of State of Idaho

Pursuant to Section 30-1-1520, Idaho Code, the undersigned Corporation hereby applies for a certificate of withdrawal from the State of Idaho, and for that purpose submits the following statement:

1. The name of the corporation is Zions Co-operative Mercantile Institution

The name which it used in Idaho is Zions Cooperative Mercantile Institution

2. It is incorporated under the laws of Utah

3. It is not transacting business in the State of Idaho.

4. It hereby surrenders its authority to transact business in said state.

5. It revokes the authority of its registered agent in the State of Idaho to accept service of process and consents that service of process in any action, suit or proceeding based upon any cause of action arising in the State of Idaho during the time it was authorized to transact business therein may thereafter be made on it by registered or certified mail to the corporation at the address listed in item 6., below.

6. The post office address to which process against the corporation may be mailed is c/o The May Department Stores Company, 611 Olive Street, St. Louis, Missouri 63101

7. It agrees to notify the Secretary of State of the State of Idaho of any change to the address in Item 6.

By *Richard A. Brickson*

Richard A. Brickson, Secretary

Its _____

(specify capacity of signer)

The May Department Stores Company

(a NY corp./"May-NY"), the surviving corporation of the merger of Zions Co-operative Mercantile Institution (former UT corp.) into May-NY.

Customer Acct # **IDAHO SECRETARY OF STATE**

(if using pre-arranged account) **03/13/2000 09:00**

CK: 89410 CT: 125471 DR: 290098

Secretary of State use only

1 @ 20.00 = 20.00 FOR WITHDR # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

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