

# State of Idaho

## Department of State

### CERTIFICATE OF AUTHORITY OF

HANCOCK FABRICS, INC.

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

Dated: February 18, 1992



*Pete T. Cenarrusa*

SECRETARY OF STATE

By

*Angie Hoke*

# 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 Hancock Fabrics, Inc.

2. The name which it shall use in Idaho is Same

(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 Delaware

4. The date of its incorporation is 2/25/87 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 3406 West Main Street, Tupelo, Mississippi 38801

6. The address to which correspondence should be addressed, if different from that in item 5. P.O. Box 2400, Tupelo, Mississippi 38803-2400

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

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: Any lawful business, including without limitation, ownership and leasing of real property, and wholesale and retail sale of fabrics and related items

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

Name	Office	Address
<u>See attached Exhibit A</u>		

(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: February 12, 1992

Hancock Fabrics, Inc.

(Corporation Name)

By

Gail P. Clark

Gail P. Clark, Assistant Vice President and

Assistant Secretary

and

Bruce D. Gillies

Bruce D. Gillies, Assistant Vice President and

Assistant Secretary.

STATE OF California

)

COUNTY OF Alameda

)

I,

M. L. Major

, a notary public, do hereby certify that on

this

12<sup>th</sup>

day of

February

, 19 92

, personally appeared before

me Gail P. Clark and Bruce D. Gillies, who being by me first duly sworn, declared that <sup>they</sup> ~~(s)he~~

<sup>are Assistant Vice Presidents</sup> ~~is the~~ ~~and Assistant Secretaries~~

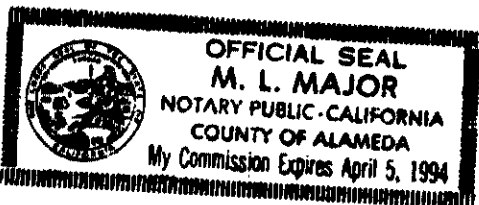
Hancock Fabrics, Inc.

that (s)he signed the foregoing document as

OFFICERS

of the corporation and that

the statements therein contained are true.



M L Major

Notary Public

**HANCOCK FABRICS, INC.**

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**DIRECTORS:**

Don L. Frugé  
Larry G. Kirk  
Morris O. Jarvis  
Ivan Owen  
Donna L. Weaver

**OFFICERS:**

Morris O. Jarvis	Chairman of the Board of Directors, Chief Executive Officer and President
Jack W. Busby, Jr.	Executive Vice President and Director of Retail Operations
Larry G. Kirk	Vice President, Chief Financial Officer, Treasurer and Secretary
Dean W. Abraham	Vice President, Operations Manager
James A. Gilmore	Vice President, Operations Manager
David H. Jensen	Vice President, Personnel
Billy M. Morgan	Vice President, Operations Manager
James A. Nolting	Vice President, Operations Manager
William D. Smothers	Vice President, Real Estate
Charles R. Warren	Vice President, Warehouse Fabric Operations Manager
Carl W. Zander	Vice President, Head Buyer
Larry D. Fair	Assistant Vice President and Assistant Secretary

Exhibit A

*George J. Barron	Assistant Vice President and Assistant Secretary
*Gail P. Clark	Assistant Vice President and Assistant Secretary
*Bruce D. Gillies	Assistant Vice President and Assistant Secretary
*Andrew W. Lafrenz	Assistant Vice President and Assistant Secretary

The address for all directors and officers except those marked with an "\*" is:

3406 West Main Street  
Tupelo, Mississippi 38801

The address for the officers marked with an "\*" is:

Donahue, Gallagher, Thomas & Woods  
1900 Kaiser Center  
300 Lakeside Drive  
Oakland, California 94612

3/21/91

Exhibit A

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State of Delaware

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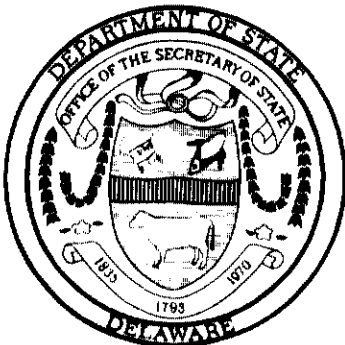


## Office of Secretary of State

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I, MICHAEL RATCHFORD, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY HANCOCK FABRICS, INC. IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

\* \* \* \* \*



920305155

*Michael Ratchford*

SECRETARY OF STATE  
AUTHENTICATION: \*3330030

DATE: 01/31/1992