

<b>TRADEMARK ASSIGNMENT COVER SHEET</b>
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Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM665913

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION
<b>RESUBMIT DOCUMENT ID:</b>	900624098

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Burlington Coat Factory Warehouse Corporation		04/20/2018	Corporation: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Burlington Coat Factory Warehouse Corporation
<b>Street Address:</b>	1830 Route 130 North
<b>City:</b>	Burlington
<b>State/Country:</b>	NEW JERSEY
<b>Postal Code:</b>	08016
<b>Entity Type:</b>	Corporation: FLORIDA

**PROPERTY NUMBERS Total: 34**

Property Type	Number	Word Mark
<b>Serial Number:</b>	90309357	AMAZING BRANDS
<b>Registration Number:</b>	3821331	B
<b>Registration Number:</b>	2395816	BABY DEPOT
<b>Registration Number:</b>	5426189	BABY DEPOT
<b>Registration Number:</b>	3836659	BURLINGTON
<b>Registration Number:</b>	1850094	BURLINGTON COAT FACTORY
<b>Registration Number:</b>	4179482	BURLINGTON COAT FACTORY
<b>Registration Number:</b>	3323985	BURLINGTON COAT FACTORY
<b>Registration Number:</b>	4496233	BURLINGTON LADIES · MENS · KIDS · HOME · CO
<b>Registration Number:</b>	5541998	BURLINGTON LADIES · MENS · KIDS · BABY ·
<b>Registration Number:</b>	5541997	BURLINGTON LADIES · MENS · KIDS · BABY H
<b>Registration Number:</b>	5541999	BURLINGTON LADIES · MENS · KIDS · BABY H
<b>Registration Number:</b>	5421841	BURLINGTON LADIES · MENS · KIDS · HOME ·
<b>Registration Number:</b>	5542000	BURLINGTON LADIES · MENS · KIDS · BABY HOME · C
<b>Registration Number:</b>	4994629	BURLINGTON STYLE SQUAD
<b>Serial Number:</b>	90309500	BURLINGTON YOU WILL LOVE THE DEALS
<b>Registration Number:</b>	4181622	COAT AUTHORITY
<b>Registration Number:</b>	4387801	COAT FACTORY

**TRADEMARK**

Property Type	Number	Word Mark
Serial Number:	90169031	COHOES
Serial Number:	90309318	DEAL TODAY, GONE TOMORROW
Registration Number:	5648966	
Registration Number:	5638034	
Registration Number:	5617549	HOME
Registration Number:	5607236	HOME
Registration Number:	3314976	HOME DECOR
Registration Number:	5547075	KAT MEETS ALEX
Serial Number:	90309101	LOVE THE WOVES
Registration Number:	2098506	LUXURY LINENS
Registration Number:	2851935	MJM DESIGNER SHOES
Registration Number:	3238031	OPERATION CAR SEAT
Registration Number:	5626191	STYLE FOR EVERYONE
Registration Number:	4994651	STYLE SQUAD
Registration Number:	2999009	STYLES TO LIVE FOR, PRICES TO DIE FOR
Serial Number:	90309206	THEY WILL NEVER GUESS YOU PAID LESS

**CORRESPONDENCE DATA**

Fax Number: 6173454745

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

Phone: 6173454872

Email: trademarks@daypitney.com

Correspondent Name: Alex P. Garens / Day Pitney LLP

Address Line 1: 605 Third Avenue, 31st Floor

Address Line 4: New York, NEW YORK 10158-1803

**ATTORNEY DOCKET NUMBER:** 797466000000

**NAME OF SUBMITTER:** Alex P Garens

**SIGNATURE:** /alex p garens/

**DATE SIGNED:** 08/09/2021

**Total Attachments: 13**

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# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Certificate of Conversion and Articles of Incorporation, filed on April 20, 2018, with an organizational date deemed effective April 20, 1983, for BURLINGTON COAT FACTORY WAREHOUSE CORPORATION, the resulting Florida corporation, as shown by the records of this office.

The document number of this entity is P18000035977.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Twentieth day of April, 2018



CR2EO22 (1-11)

*Ken Detzner*

Ken Detzner  
Secretary of State

TRADEMARK

REEL: 007376 FRAME: 0284

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity" into a Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

BURLINGTON COAT FACTORY WAREHOUSE CORPORATION

Enter Name of Other Business Entity

2. The "Other Business Entity" is a Corporation  
(Enter entity type. Example: limited liability company, limited partnership,  
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Delaware  
(Enter state, or if a non-U.S. entity, the name of the country)

on April 20, 1983

Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation:**

BURLINGTON COAT FACTORY WAREHOUSE CORPORATION

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_

**(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)**

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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Signed this 20<sup>th</sup> day of April, 2018.

**Required Signature for Florida Profit Corporation:**

Signature of Chairman, Vice-Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: [Signature]  
Printed Name: Robert LaPenta, Jr. Title: Vice President and Treasurer

**Required Signature(s) on behalf of Other Business Entity:** [See below for required signature(s).]

Signature: [Signature]

Printed Name: Robert LaPenta, Jr. Title: Vice President and Treasurer

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**If Florida Limited Liability Company:**

Signature of a Member or Authorized Representative.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION**  
**OF**  
**BURLINGTON COAT FACTORY WAREHOUSE CORPORATION**

**ARTICLE ONE**

The name of the Corporation is **BURLINGTON COAT FACTORY WAREHOUSE CORPORATION**, (the "Corporation").

**ARTICLE TWO**

The address of the principal office and mailing address of the Corporation is:

1830 Route 130 North  
Burlington, New Jersey 08016

**ARTICLE THREE**

The purpose of the Corporation is to transact any lawful business.

**ARTICLE FOUR**

The street address of the Corporation's registered office is 1200 South Pine Island Road, Plantation, Florida 33324 and the name of its initial registered agent at such office address is CT Corporation.

**ARTICLE FIVE**

Section 5.1 Authorized Shares. The total number of shares of capital stock which the Corporation has authority to issue is 11,000 shares, consisting of:

- (a) 1,000 shares of Preferred Stock, par value \$0.01 per share ("Preferred Stock"); and
- (b) 10,000 shares of Common Stock, par value \$1.00 per share ("Common Stock").

The Preferred Stock and the Common Stock shall have the rights, preferences and limitations set forth below.

Section 5.2 Preferred Stock. The Preferred Stock may be issued from time to time and in one or more series. The Board of Directors of the Corporation is authorized to determine or alter the powers, preferences and rights (including voting rights), and the qualifications, limitations and restrictions granted to or imposed upon any wholly unissued series of Preferred Stock, and within the limitations or restrictions stated in any resolution or resolutions of the Board of Directors originally fixing the number of shares constituting any series of Preferred Stock, to increase or decrease (but not below the number of shares of any such series of Preferred Stock then

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outstanding) the number of shares of any such series of Preferred Stock, and to fix the number of shares of any series of Preferred Stock. In the event that the number of shares of any series of Preferred Stock shall be so decreased, the shares constituting such decrease shall resume the status which such shares had prior to the adoption of the resolution originally fixing the number of shares of such series of Preferred Stock subject to the requirements of applicable law.

### Section 5.3 Common Stock.

(a) Dividends. Except as otherwise provided by the Florida Business Corporation Act or these Articles of Incorporation (the "Articles of Incorporation"), the holders of Common Stock: (i) subject to the rights of holders of any series of Preferred Stock, shall share ratably, on a per share basis, in all dividends and other distributions payable in cash, securities or other property of the Corporation as may be declared thereon by the Board of Directors from time to time out of assets or funds of the Corporation legally available therefor; and (ii) are subject to all the powers, rights, privileges, preferences and priorities of any series of Preferred Stock as provided herein or in any resolution or resolutions adopted by the Board of Directors pursuant to authority expressly vested in it by the provisions of Section 5.2 of this Article Four.

(b) Conversion Rights. The Common Stock shall not be convertible into, or exchangeable for, shares of any other class or classes or of any other series of the same class of the Corporation's capital stock.

(c) Voting Rights. Except as otherwise provided by the Florida Business Corporation Act or these Articles of Incorporation and subject to the rights of holders of any series of Preferred Stock, all of the voting power of the stockholders of the Corporation shall be vested in the holders of the Common Stock, and each holder of Common Stock shall have one vote for each share held by such holder on all matters voted upon by the stockholders of the Corporation.

(d) Liquidation Rights. In the event of any liquidation, dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, after payment or provision for payment of the Corporation's debts and subject to the rights of the holders of shares of Preferred Stock upon such dissolution, liquidation or winding up, the remaining net assets of the Corporation shall be distributed among holders of shares of Common Stock ratably on a per share basis. A merger or consolidation of the Corporation with or into any other corporation or other entity, or a sale or conveyance of all or any part of the assets of the Corporation (which shall not in fact result in the liquidation of the Corporation and the distribution of assets to its stockholders) shall not be deemed to be a voluntary or involuntary liquidation or dissolution or winding up of the Corporation within the meaning of this Section 5.3(d).

(e) Registration or Transfer. The Corporation shall keep or cause to be kept at its principal office (or such other place as the Corporation reasonably designates) a register for the registration of Preferred and Common Stock. Upon the surrender of any certificate representing shares of any class of Preferred or Common Stock at such place, the Corporation shall, at the request of the registered holder of such certificate, execute and deliver a new certificate or certificates in exchange therefor representing in the aggregate the number of shares of such class represented by the surrendered certificate, and the Corporation forthwith shall cancel such surrendered certificate. Each such new certificate will be registered in such name and will represent



such number of shares of such class as is requested by the holder of the surrendered certificate and shall be substantially identical in form to the surrendered certificate. The issuance of a new certificate shall be made without charge to the holders of the surrendered certificates for any issuance tax in respect thereof or other cost incurred by the Corporation in connection with such issuance.

(f) Replacement. Upon receipt of evidence reasonably satisfactory to the Corporation (an affidavit of the registered holder will be satisfactory) of the ownership and the loss, theft, destruction or mutilation of any certificate evidencing one or more shares of any class of Preferred or Common Stock, and in the case of any such loss, theft or destruction, upon receipt of indemnity reasonably satisfactory to the Corporation (provided that if the holder is a financial institution or other institutional investor, its own agreement will be satisfactory), or, in the case of any such mutilation upon surrender of such certificate, the Corporation shall (at its expense) execute and deliver in lieu of such certificate a new certificate of like kind representing the number of shares of such class represented by such lost, stolen, destroyed or mutilated certificate and dated the date of such lost, stolen, destroyed or mutilated certificate.

(g) Notices. All notices referred to herein shall be in writing, shall be delivered personally or by first class mail, postage prepaid, and shall be deemed to have been given when so delivered or mailed to the Corporation at its principal executive office, and to any stockholder at such holder's address as it appears in the stock records of the Corporation (unless otherwise specified in a written notice to the Corporation by such holder).

(h) Fractional Shares. In no event will holders of fractional shares be required to accept any consideration in exchange for such shares other than consideration which all holders of Common Stock are required to accept.

## ARTICLE SIX

The Corporation is to have perpetual existence.

## ARTICLE SEVEN

The name of the Incorporator and the address of the Incorporator is Christopher Schaub, Esq., 1830 Route 130 North, Burlington, New Jersey 08016.

## ARTICLE EIGHT

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter, amend or repeal the By-Laws of the Corporation.

## ARTICLE NINE

### Section 9.1 Limitation of Liability.

(a) To the fullest extent permitted by the Florida Business Corporation Act as it now exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification or

exculpation rights than permitted prior thereto), and except as otherwise provided in the Corporation's By-laws, no current Director of the Corporation or any Director of the Corporation prior to the date of these Articles of Incorporation shall be liable to the Corporation or its stockholders for monetary damages arising from a breach of fiduciary duty owed to the Corporation or its stockholders.

(b) Any repeal or modification of the foregoing paragraph by the stockholders of the Corporation shall not adversely affect any right or protection of a Director of the Corporation existing at the time of such repeal or modification.

Section 9.2 Right to Indemnification. Each person who was or is made a party or is threatened to be made a party to or is otherwise involved (including involvement as a witness) in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a "proceeding"), by reason of the fact that he or she, or a person of whom he or she was the legal representative, is or was a Director or officer of the Corporation or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to an employee benefit plan (an "indemnitee"), whether the basis of such proceeding is alleged action in an official capacity as a Director, officer, employee or agent or in any other capacity while serving as a Director, officer, employee or agent, shall be indemnified and held harmless by the Corporation to the fullest extent authorized by the Florida Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than permitted prior thereto), against all expense, liability and loss (including attorneys' fees, judgments, fines, excise taxes or penalties and amounts paid or to be paid in settlement) reasonably incurred or suffered by such indemnitee in connection therewith and such indemnification shall continue as to an indemnitee who has ceased to be a Director, officer, employee or agent and shall inure to the benefit of the indemnitee's heirs, executors and administrators; provided, however, that, except as provided in Section 9.3 of this Article Nine with respect to proceedings to enforce rights to indemnification, the Corporation shall indemnify any such indemnitee in connection with a proceeding (or part thereof) initiated by such indemnitee only if such proceeding (or part thereof) was authorized by the Board of Directors of the Corporation. The right to indemnification conferred in this Section 9.2 of this Article Nine shall be a contract right and shall include the obligation of the Corporation to pay the expenses incurred in defending any such proceeding in advance of its final disposition. The Corporation may, by action of its Board of Directors, provide indemnification to employees and agents of the Corporation with the same or lesser scope and effect as the foregoing indemnification of Directors and officers.

Section 9.3 Procedure for Indemnification. Any indemnification of a Director or officer of the Corporation or advance of expenses under Section 9.2 of this Article Nine shall be made promptly, and in any event within thirty days, upon the written request of the Director or officer. If a determination by the Corporation that the Director or officer is entitled to indemnification pursuant to this Article Nine is required, and the Corporation fails to respond within sixty days to a written request for indemnity, the Corporation shall be deemed to have approved the request. If the Corporation denies a written request for indemnification or advance of expenses, in whole or in part, or if payment in full pursuant to such request is not made within thirty days, the right to indemnification or advances as granted by this Article Nine shall be enforceable by the Director

or officer in any court of competent jurisdiction. Such person's costs and expenses incurred in connection with successfully establishing his or her right to indemnification, in whole or in part, in any such action shall also be indemnified by the Corporation. It shall be a defense to any such action that the claimant has not met the standards of conduct which make it permissible under the Florida Business Corporation Act for the Corporation to indemnify the claimant for the amount claimed, but the burden of such defense shall be on the Corporation. Neither the failure of the Corporation (including its Board of Directors, independent legal counsel or its stockholders) to have made a determination prior to the commencement of such action that indemnification of the claimant is proper in the circumstances because he or she has met the applicable standard of conduct set forth in the Florida Business Corporation Act, nor an actual determination by the Corporation (including its Board of Directors, independent legal counsel or its stockholders) that the claimant has not met such applicable standard of conduct, shall be a defense to the action or create a presumption that the claimant has not met the applicable standard of conduct. The procedure for indemnification of other employees and agents for whom indemnification is provided pursuant to Section 9.2 of this Article Nine shall be the same procedure set forth in this Section 9.3 for Directors or officers, unless otherwise set forth in an action of the Board of Directors providing indemnification for such employee or agent.

Section 9.4 Insurance. The Corporation may purchase and maintain insurance on its own behalf and on behalf of any person who is or was a Director, officer, employee or agent of the Corporation or was serving at the request of the Corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to an employee benefit plan, against any expense, liability or loss asserted against him or her and incurred by him or her in any such capacity, whether or not the Corporation would have the power to indemnify such person against such expenses, liability or loss under the Florida Business Corporation Act.

Section 9.5 Service for Subsidiaries. Any person serving as a Director, officer, employee or agent of another corporation, partnership, limited liability company, joint venture or other enterprise, at least 50% of whose equity interests are owned by the Corporation (a "subsidiary" for this Article Nine) shall be conclusively presumed to be serving in such capacity at the request of the Corporation.

Section 9.6 Reliance Persons. Persons who after the date of the adoption of this provision become or remain Directors or officers of the Corporation or who, while a Director, officer or other employee of the Corporation, become or remain a Director, officer, employee or agent of a subsidiary, shall be conclusively presumed to have relied on the rights to indemnity, advance of expenses and other rights contained in this Article Nine in entering into or continuing such service. The rights to indemnification and to the advance of expenses conferred in this Article Nine shall apply to claims made against an indemnitee arising out of acts or omissions which occurred or occur both prior and subsequent to the adoption hereof.

Section 9.7. Non-Exclusivity of Rights. The rights to indemnification and to the advance of expenses conferred in this Article Nine shall not be exclusive of any other right which any person may have or hereafter acquire under these Articles of Incorporation or under any statute, by-law, agreement, vote of stockholders or disinterested Directors or otherwise.

Section 9.8 Merger or Consolidation. For purposes of this Article Nine, references to the "Corporation" shall include, in addition to the resulting Corporation, any constituent Corporation (including any constituent of a constituent) absorbed in a consolidation or merger which, if its separate existence had continued, would have had power and authority to indemnify its Directors, officers and employees or agents, so that any person who is or was a Director, officer, employee or agent of such constituent Corporation, or is or was serving at the request of such constituent Corporation as a Director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise, shall stand in the same position under this Article Nine with respect to the resulting or surviving Corporation as he or she would have with respect to such constituent Corporation if its separate existence had continued.

Section 9.9 Savings Clause. If this Article Nine or any portion hereof shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify each person entitled to indemnification under Section 9.2 of this Article Nine as to all expense, liability and loss (including attorneys' fees and related disbursements, judgments, fines, Employment Retirement Income Security Act of 1974 excise taxes and penalties, penalties and amounts paid or to be paid in settlement) actually and reasonably incurred or suffered by such person and for which indemnification is available to such person pursuant to this Article Nine to the full extent permitted by any applicable portion of this Article Nine that shall not have been invalidated and to the full extent permitted by applicable law.

## ARTICLE TEN

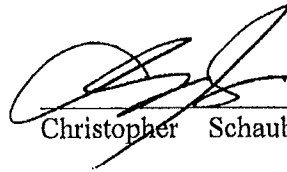
The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

## ARTICLE ELEVEN

Whenever a compromise or arrangement is proposed between the Corporation and its creditors or any class of them and/or between the Corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Florida may, on the application in a summary way of the Corporation or any creditor or stockholder thereof or on the application of a receiver or receivers appointed for the Corporation under the provisions of Florida Statutes or on the application of trustees in dissolution or of any receiver or receivers appointed for the Corporation under the provisions of Florida Statutes, order a meeting of the creditors, and/or the shareholders or class of shareholders of the Corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the shareholders or class of shareholders of the Corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of the Corporation as a consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which

the said application has been made, be binding on all the creditors or class of creditors, and/or on all the shareholders, or class of shareholders, of the Corporation, as the case may be, and also on this Corporation.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida, has signed these Articles of Incorporation this 20<sup>th</sup> day of April, 2018.



\_\_\_\_\_  
Christopher Schaub, Esq., Incorporator

**CERTIFICATE OF**

**ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **BURLINGTON COAT FACTORY WAREHOUSE CORPORATION**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 20th day of April, 2018.

CT CORPORATION, Registered Agent

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

  
Judith Argao  
Vice President  
and Assistant Secretary

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF "BURLINGTON COAT FACTORY WAREHOUSE CORPORATION", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF APRIL, A.D. 2018, AT 11 O`CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE CORPORATION HAS FILED ALL DOCUMENTS AND PAID ALL FEES REQUIRED, AND THEREUPON THE CORPORATION SHALL CEASE TO EXIST AS A CORPORATION OF THE STATE OF DELAWARE.



  
Jeffrey W. Bullock, Secretary of State

2007098 0265C  
SR# 20182866325

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202550654  
Date: 04-20-18

**TRADEMARK**  
**REEL: 007376 FRAME: 0295**

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A DELAWARE CORPORATION  
TO A NON-DELAWARE ENTITY  
PURSUANT SECTION 266 OF THE  
GENERAL CORPORATION LAW

1.) The name of the Corporation is BURLINGTON COAT FACTORY  
WAREHOUSE CORPORATION

(If changed, the name under which it's certificate of incorporation was originally filed  
was \_\_\_\_\_.)

2.) The date of filing of its original certificate of incorporation with the Secretary of  
State is April 20, 1983

3.) The jurisdiction to which the corporation shall convert to is  
Florida and the name under which the entity shall be known as is  
BURLINGTON COAT FACTORY WAREHOUSE CORPORATION

4.) The conversion has been approved in accordance with this section;

5.) The corporation may be served with process in the State of Delaware in any  
action, suit or proceeding for enforcement of any obligation of the corporation arising  
while it was a corporation of the State of Delaware, and that it irrevocably appoints  
the Secretary of State as its agent to accept service of process in any such action, suit  
or proceeding.

6.) The address to which a copy of the process shall be mailed to by the Secretary of  
State is

1830 Route 130 North, Burlington, New Jersey 08016

In Witness Whereof, the undersigned have executed this Certificate of Conversion on  
this 20<sup>th</sup> day of April, A.D. 2018

By:   
Authorized Officer

Name: Robert LaPenta, Jr., Vice President and Treasurer  
Print or Type Name and Title