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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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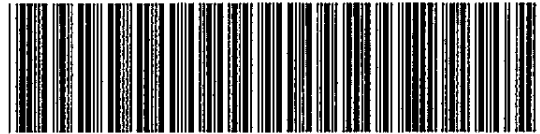
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1-13-06
440

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Room Store, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

BRIAN D. BERTONNEAU

(Name of Person)

ROOMSTORE, INC.

(Firm/Company)

12501 PATTERSON AVE.

(Address)

RICHMOND, VA 23238

(City/State and Zip code)

For further information concerning this matter, please call:

BRIAN BERTONNEAU

(Name of Person)

at (804) 784-7643

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. RoomStore, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. VIRGINIA 3. 54-1832498
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. MAY 24, 1996 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. ESTIMATE IS FEBRUARY 1, 2006
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 12501 PATTERSON AVE., RICHMOND, VA 23238
(Principal office address)
12501 PATTERSON AVE., RICHMOND, VA 23238
(Current mailing address)

8. RETAIL SALE OF FURNITURE AND HOME FURNISHINGS
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Kim Peters
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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SECRETARY OF STATE

A. DIRECTORS

- SEE ATTACHED

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

- SEE ATTACHED

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Brian D. Berton*

(Signature of Director or Officer listed in number 12 of the application)

14. **BRIAN D. BERTONNEAU, SENIOR V.P. and GENERAL COUNSEL**

(Typed or printed name and capacity of person signing application)

ADDENDUM TO ITEM 12

Directors of RoomStore, Inc.

Curtis Kimbrell, III – 12501 Patterson Avenue, Richmond, VA 23238
Ron Kaplan – 150 West 56th Street, Suite 5804, New York, NY 10019
Bob Shaffner (Chairman) – 7454 Lexington Road, Ashboro, NC 27205-9651
Eugene Davis – 5 Canoe Brook Drive, Livingston, NJ 07039
N. Martin Stringer – 101 North Robinson, Suite 1300, Oklahoma City, OK 73102

Officers of RoomStore, Inc.

Brian D. Bertonneau, Senior Vice President, General Counsel and Secretary
12501 Patterson Avenue, Richmond, VA 23238
John G. Brooks, Vice President (RoomStore West Operations)
502 Fountain Parkway, Grand Prairie, TX 75050
Lewis M. Brubaker, Jr., Senior Vice President and Chief Financial Officer
12501 Patterson Avenue, Richmond, VA 23238
Ronald J. Corio, Vice President (RoomStore West Merchandising and Advertising)
502 Fountain Parkway, Grand Prairie, TX 75050
Ned D. Crosby, Chief Operations Officer (RoomStore East)
12501 Patterson Avenue, Richmond, VA 23238
Todd T. Edwards, Executive Vice President (RoomStore West)
502 Fountain Parkway, Grand Prairie, TX 75050
John Hamilton, Senior Vice President (Human Resources)
12501 Patterson Avenue, Richmond, VA 23238
W. Scott Harris, Vice President (RoomStore East Distribution)
2280 Tanner Road, Rocky Mount, NC 27801
Curtis C. Kimbrell, III, President and Chief Executive Officer
12501 Patterson Avenue, Richmond, VA 23238
Sandra A. Nunnally, Vice President (RoomStore East Advertising)
12501 Patterson Avenue, Richmond, VA 23238
Jeremy B. Satterfield, Vice President (RoomStore West Finance and Information Systems)
502 Fountain Parkway, Grand Prairie, TX 75050
Kevin Whitehouse, Vice President (RoomStore East Information Systems)
12501 Patterson Avenue, Richmond, VA 23238

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TALLAHASSEE FLORIDA

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

RoomStore, Inc. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is May 24, 1996.

Nothing more is hereby certified.

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TALLAHASSEE, FLORIDA



*Signed and Sealed at Richmond on this Date:
January 3, 2006*

Joel H. Peck

Joel H. Peck, Clerk of the Commission

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

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(City) (Zip code)

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Jim Leters
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

- SEE ATTACHED

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

- SEE ATTACHED

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Brian D. Bertonneau

(Signature of Director or Officer listed in number 12 of the application)

14. BRIAN D. BERTONNEAU, SENIOR V.P. and GENERAL COUNSEL

(Typed or printed name and capacity of person signing application)

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Kevin Whitehouse, Vice President (RoomStore East Information Systems)
12501 Patterson Avenue, Richmond, VA 23238

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