

F08000000339

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

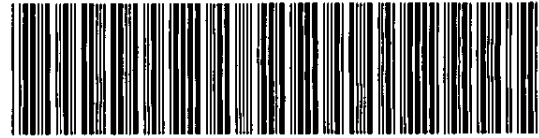
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
15 JUN -4 AM 11:00

RECEIVED
15 JUN -4 AM 10:43
DIVISION OF CORPORATIONS

JUN 5 2015
C LEWIS

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 638679 7620714

AUTHORIZATION :

COST LIMIT :

Lydia Cohen
\$ 35.00

ORDER DATE : May 21, 2015

ORDER TIME : 8:39 AM

ORDER NO. : 638679-025

CUSTOMER NO: 7620714

FOREIGN FILINGS

NAME: BROWN SHOE COMPANY, INC.

XX CORPORATE
 LIMITED PARTNERSHIP
 LIMITED LIABILITY COMPANY

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia Cohen -- EXT# 62974

EXAMINER: _____

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Brown Shoe Company, Inc.

Name of Corporation

DOCUMENT NUMBER: F0800000339

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Angie Noble

Name of Contact Person

Brown Shoe Company, Inc.

Firm/Company

8300 Maryland Ave.

Address

St. Louis MO 63105

City/State and Zip Code

anoble@brownshoe.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Angie Noble

at (314) 854-4067

Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

\$35.00 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

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

Street Address:

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

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F0800000339

(Document number of corporation (if known))

RECEIVED
SECRETARY OF STATE
15 JUN -4 AM 11:00

1. Brown Shoe Company, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. New York 3. 01/24/2008
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 5/28/2015
5. Caleres, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

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

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

W. J. Berberich Jr.

(Typed or printed name of person signing)

V.P. Taxes & Assistant Secretary

(Title of person signing)

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

I hereby certify, that the Certificate of Incorporation of CALERES, INC. was filed on 01/02/1913, under the name of BROWN SHOE COMPANY, INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment BROWN SHOE COMPANY, INC., changing its name to BROWN GROUP, INC., was filed 01/14/1972.

A Certificate of Amendment BROWN GROUP, INC., changing its name to BROWN SHOE COMPANY, INC., was filed 05/27/1999.

A Certificate of Amendment BROWN SHOE COMPANY, INC., changing its name to CALERES, INC. , was filed 05/29/2015.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 29th day of May
two thousand and fifteen.*

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State