

P27234

(Requestor's Name)

(Address)

(Address)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

MAR 07 2017

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COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: BUTH NA-BODHAIGE, INC.
Name of Corporation

DOCUMENT NUMBER: P27234

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MARIA HARRIS

Name of Contact Person

THE BODY SHOP

Firm/Company

606 WEST 28TH STREET, 5TH FLOOR

Address

NEW YORK, NY 10001

City/State and Zip Code

MARIA.HARRIS@THEBODYSHOP.COM

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

For further information concerning this matter, please call:

ANGELA WANG

Name of Contact Person

at (212) 801 6649

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

FILED
17 FEB 28 PM 3:31
SECRETARY OF STATE
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)

P27234

(Document number of corporation (if known))

1. BUTH NA-BODHAIGE, INC.

(Name of corporation as it appears on the records of the Department of State)

2. DELAWARE

(Incorporated under laws of)

3. 12/06/1989

(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? N/A

5. N/A

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

N/A

(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.

N/A

(New duration)

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

VIRGINIA

(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)

MARIA HARRIS

(Typed or printed name of person signing)

VP & SECRETARY

(Title of person signing)

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17 FEB 18 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Commonwealth of Virginia



State Corporation Commission

CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That Buth-Na-Bodhaige, Inc. is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is October 3, 2016;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
January 4, 2017*

Joel H. Peck
Joel H. Peck, Clerk of the Commission

**ARTICLES OF DOMESTICATION
OF
BUTH-NA-BODHAIGE, INC.**

The following articles of domestication (the "Articles") are submitted pursuant to Title 13.1, Chapter 9, Article 12.1 of the Virginia Stock Corporation Act (the "VSC Act") :

First: The name of the corporation immediately prior to the filing of these Articles is Buth-Na-Bodhaige, Inc. (the "Company"). Upon the filing of these articles, the name of Company shall be Buth-Na-Bodhaige, Inc.

Second: The Company was originally incorporated under the laws of Delaware on March 15, 1988.

Third: The Plan of Domestication, pursuant to Section 13.1-722.2 of the VSC Act, is set forth as follows:

- A. The Company is presently domesticated in the State of Delaware.
- B. The jurisdiction in which the Company is to be domesticated is the Commonwealth of Virginia.

Fourth: The full text of the Articles of Incorporation that will be in effect immediately after consummation of the domestication is attached hereto as Exhibit A.

Fifth: The domestication is permitted by the laws of the jurisdiction in which the Company is incorporated immediately prior to the filing of these Articles, and the Company has complied with those laws in effecting the domestication.

[Signature page follows]

IN WITNESS WHEREOF, these Articles have been signed on this 3rd day of October, 2016, and the statements contained herein are affirmed as true under penalties of perjury.

BUTH-NA-BODHAIGE INC.

By: P.O. Morlaas

Name: Pierre-Olivier Morlaas

Title: President

Exhibit A

Articles of Incorporation

**ARTICLES OF INCORPORATION
OF
BUTH-NA-BODHAIGE, INC.**

FIRST. The name of the corporation is Buth-Na-Bodhaige, Inc.

SECOND. The total number of shares of capital stock which the corporation shall have authority to issue is 3,000 shares of Common Stock, no par value.

THIRD. The address of the corporation's registered office is 4701 Cox Road, Suite 285, Glen Allen, Virginia 23060 in Henrico County. The name of its registered agent at such address is CT Corporation System, a Delaware corporation authorized to transact business in Virginia.

FOURTH. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Virginia Stock Corporation Act.

FIFTH. The initial directors are:

<u>Name</u>	<u>Address</u>
Megan Grant	77 Deans Rhode Hall Road Monmouth Junction, New Jersey 08852
Pierre-Olivier Morlaas	77 Deans Rhode Hall Road Monmouth Junction, New Jersey 08852
Macarena Silveira	77 Deans Rhode Hall Road Monmouth Junction, New Jersey 08852

I, **THE UNDERSIGNED**, for the purpose of forming a corporation under the laws of the Commonwealth of Virginia, do make, file and record these Articles, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 30th day of September, 2016.


Name: Melanie Spector

incorporated

**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, OCTOBER 3, 2016

The State Corporation Commission has found the accompanying articles of domestication submitted on behalf of

BUTH-NA-BODHAIGE, INC.

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF DOMESTICATION

be issued and admitted to record with the articles of domestication and articles of incorporation in the Office of the Clerk of the Commission, effective October 3, 2016.

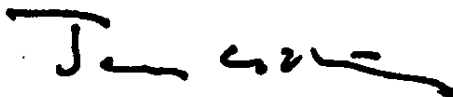
When the certificate becomes effective, BUTH-NA-BODHAIGE, INC., a foreign corporation, is deemed to be a corporation incorporated under the laws of this Commonwealth with the name

Buth-Na-Bodhaige, Inc.

The corporation is granted the authority conferred on it by law in accordance with its articles of incorporation, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By



James C. Dimitri
Commissioner

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of all documents on file in the Clerk's Office of the Commission relating to the domestication of Buth-Na-Bodhaige, Inc. as a corporation incorporated under the laws of this Commonwealth.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
October 5, 2016*

Joel H. Peck
Joel H. Peck, Clerk of the Commission