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FORM **BCA 13.15** (rev. Dec. 2003)
**APPLICATION FOR AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS**
Business Corporation Act

FILED



MAR 14 2007

Doc#: 0707831084 Fee: \$28.00
Eugene "Gene" Moore
Cook County Recorder of Deeds
Date: 03/19/2007 12:48 PM Pg: 1 of 3

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834
www.cyberdriveillinois.com

**JESSE WHITE
SECRETARY OF STATE**

Remit payment in the form of a cashier's
check, certified check, money order
or an Illinois attorney's or CPA's check
payable to the Secretary of State.

65357917
File #

SEE NOTE 1 CONCERNING PAYMENT!

Filing Fee \$ 150.00 Franchise Tax \$ 47.88 Penalty/Interest \$ 221.64 Total \$ 419.52 Approved: [Signature]
Submit in duplicate _____ Type or Print clearly in black ink _____ Do not write above this line _____

1. (a) CORPORATE NAME: CLAIRE'S BOUTIQUES, INC.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. State or Country of Incorporation Colorado; Date of Incorporation 12/30/06; Period of Duration Perpetual

3. (a) Address of the principal office, wherever located: 3 SW 129th Avenue, Pembroke Pines, FL 33027
(b) Address of principal office in Illinois: None
(If none, so state)

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent: CT CORPORATION SYSTEM
Registered Office: 208 S. LaSalle Street, Suite 814
Chicago 60604 Cook
City ZIP Code County
(A.P.O. Box alone is not acceptable.)

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)
All 50 states

6. Name and addresses of officers and directors: (If more than 3 directors and/or additional officers, attach list.)

Name	No. & Street	City	State	ZIP
President	Nancy Rich, 2400 W Central Road,	Hoffman Estates,	IL	60195
Secretary	Marla Schaefer, 350 Fifth Avenue,	New York, NY	NY	10118
Director	Marla Schaefer, 350 Fifth Avenue,	New York, NY	NY	10118
Director	Bonnie Schaefer, 3 SW 129th Avenue,	Pembroke Pines,	FL	33027
Director				

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7. The purpose or purposes for which it was organized which it proposes to pursue in the transaction of business in this state: (If not sufficient space to cover this point, add one or more sheets of this size)

Retail sales of ladies fashion accessories

8. Authorized and issued shares:

Class Common	Series	Par Value NPV	Number of Shares	Number of Shares
			Authorized 100	Issued 100

(If more, attach list)

9. Paid-in Capital: \$ 313,000
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 345,000,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 50,000,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 950,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 45,000,000

11. Interrogatories: (Important - this section must be completed.)

- (a) Is the corporation transacting business in this state at this time? Yes
- (b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois: 12/30/06

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this application to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated 2/17 2007
(Month & Day) (Year)

[Signature]
(Any Authorized Officer's Signature)
David Ovis, Vice President
(Print Name and Title)

CLAIRE'S BOUTIQUES, INC.
(Exact Name of Corporation)

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

Note 1: Payment in connection with this application must be in the form of a certified check, cashier's check, Illinois attorney or CPA's check or money order made payable to the "Secretary of State". The minimum fee due upon qualification is \$175. Any additional fees will be billed and must be paid before this application can be filed.

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UNOFFICIAL COPY**Attachment to Illinois
Officers & Directors**

- 1 Full Name: Nancy Rich
 Officer/Director: Officer
 Officer's Title: President
 Business Address: 2400 W Central Road
 City: Hoffman Estates
 State: IL
 ZIP Code: 60195
- 2 Full Name: Marla Schaefer
 Officer/Director: Officer, Director
 Officer's Title: Secretary
 Business Address: 350 Fifth Avenue
 City: New York
 State: NY
 ZIP Code: 10118
- 3 Full Name: David Ovis
 Officer/Director: Officer
 Officer's Title: Vice President
 Business Address: 3 SW 129th Avenue
 City: Pembroke Pines
 State: FL
 ZIP Code: 33027
- 4 Full Name: Michael Winer
 Officer/Director: Officer
 Officer's Title: Treasurer
 Business Address: 3 SW 129 Avenue
 City: Pembroke Pines
 State: FL
 ZIP Code: 33027

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