KENTUCKY SECRETARY OF STATE P.O.BOX 718 FRANKFORT, KY 40602

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Certificate of Dissolution

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

.....

IMPORTANT NOTICE

THE BARGAIN OUTLET, INC.

did not file its 2008 annual report within sixty days after it was due. Accordingly, the Secretary of State administratively dissolved the company on November 1, 2008.

THE BARGAIN OUTLET, INC. 1044 EAGLE LAKE DRIVE LAWRENCEBURG KY 40342



Trey Grayson Secretary of State