

No. 94537	<b>Idaho Corporation Annual Report Form</b> Due No Later Than November 1, 1993	2. Registered Agent and Office <b>NOT A P.O. BOX</b>
Return To <b>Secretary of State          Room 203, Statehouse          Boise, ID 83720</b>  <b>** FINAL NOTICE **</b> <b>NO FEE REQUIRED</b>		1. Mailing Address: <i>Do not check if not correct</i> <b>G. W. BASS &amp; CO.</b> <b>Corporate Tax Department</b> <b>1290 AVE. OF THE AMERICAS</b>  <b>NEW YORK NY 10104</b>

4. Names and Addresses of Officers and Directors		<b>MUST BE PRINTED OR TYPED</b>		
	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u> <u>Zip</u>
President:	See Schedule Attached			
Secretary:				
Directors:				

5. Nature of Business Sale of Shoes	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. Signature <i>Pamela N. Hootkin</i> Date 10/28/93 Name <small>(Typed or Printed)</small> Pamela N. Hootkin Title VP, SECRETARY
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**G.H. BASS & CO.**  
**LISTING OF OFFICERS**

<b>NAME</b>	<b>BUSINESS ADDRESS</b>	<b>TERM EXPIRES</b>
Donald J. Sappington President	360 U.S. Route #1 Falmouth, ME 04105	3/25/94
Pamela N. Hootkin * Vice President and Secretary	1290 Avenue of the Americas New York, NY 10104	3/25/94
Irwin W. Winter * Vice President and Assistant Secretary	1290 Avenue of the Americas New York, NY 10104	3/25/94
Walter B. Partan Assistant Secretary	1290 Avenue of the Americas New York, NY 10104	3/25/94
Evan H. Wasserman Assistant Secretary	1290 Avenue of the Americas New York, NY 10104	3/25/94
Kenneth E. Mansfield Vice President	360 U.S. Route #1 Falmouth, ME 04105	3/25/94
Eugene O. Kessler Vice President	360 U.S. Route #1 Falmouth, ME 04105	3/25/94
Ivan K. Spencer Vice President	360 U.S. Route #1 Falmouth, ME 04105	3/25/94

**DIRECTORS**

Pamela N. Hootkin * Irwin W. Winter * Bruce Klatsky	1290 Avenue of the Americas New York, NY 10104	3/25/94
Cynthia L. Tarantino	1290 Avenue of the Americas New York, NY 10104	3/25/94