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January 31, 1995

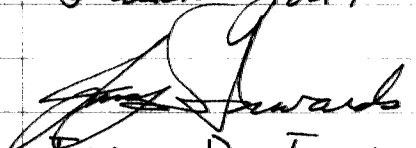
Office of Secretary of State
P.O. Box 83720
Boise, Idaho 83720-0080

#94430
resigned director

Please be advised that, as of January 20, 1995,
I am no longer a director or officer of:

Factory Outlet, Inc.
335 So 16th St
Payette, Id. 83661

Thank You.


Perry D. Inwards
30254 Shelton Rd.
Parma, ID 83660