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|--------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-----------------------------------------------------------------------------|---------|-------------|
| No. <b>C 143970</b>                                                                                                                                    |                 | Due no later than May 31, 2008                                                                                                                                                     |            | 2. Registered Agent and Address <b>(NO PO BOX)</b>                          |         |             |
| Return to:<br>SECRETARY OF STATE<br>700 WEST JEFFERSON<br>PO BOX 83720<br>BOISE, ID 83720-0080<br><br><b>NO FILING FEE IF<br/>RECEIVED BY DUE DATE</b> |                 | <b>Annual Report Form</b><br><b>1. Mailing Address: Correct in this box if needed.</b><br>HOMEGOODS, INC.<br>ALFRED APPEL CORP TAX J5S<br>770 COCHITUATE RD<br>FRAMINGHAM MA 01701 |            | CT CORPORATION SYSTEM<br>1111 W JEFFERSON STE 530<br>BOISE ID 83702-<br>USA |         |             |
|                                                                                                                                                        |                 |                                                                                                                                                                                    |            | 3. <u>New</u> Registered Agent Signature:*                                  |         |             |
| 4. Corporations: Enter Names and Business Addresses of President, Secretary, and Directors. Treasurer (optional).                                      |                 |                                                                                                                                                                                    |            |                                                                             |         |             |
| Office Held                                                                                                                                            | Name            | Street or PO Address                                                                                                                                                               | City       | State                                                                       | Country | Postal Code |
| TREASURER                                                                                                                                              | MARY B REYNOLDS | 770 COCHITUATE ROAD                                                                                                                                                                | FRAMINGHAM | MA                                                                          | USA     | 01701       |
| PRESIDENT                                                                                                                                              | NAN STUTZ       | 770 COCHITUATE ROAD                                                                                                                                                                | FRAMINGHAM | MA                                                                          | USA     | 01701       |
| SECRETARY                                                                                                                                              | ANN MCCAULEY    | 770 COCHITUATE ROAD                                                                                                                                                                | FRAMINGHAM | MA                                                                          | USA     | 01701       |
| DIRECTOR                                                                                                                                               | JEFFREY NAYLOR  | 770 COCHITUATE ROAD                                                                                                                                                                | FRAMINGHAM | MA                                                                          | USA     | 01701       |
| DIRECTOR                                                                                                                                               | ALFRED APPEL    | 770 COCHITUATE ROAD                                                                                                                                                                | FRAMINGHAM | MA                                                                          | USA     | 01701       |
| DIRECTOR                                                                                                                                               | MARY B REYNOLDS | 770 COCHITUATE ROAD                                                                                                                                                                | FRAMINGHAM | MA                                                                          | USA     | 01701       |
| 5. Organized Under the Laws of:<br><br><b>DE<br/>C 143970</b>                                                                                          |                 | 6. Annual Report must be signed.*<br>Signature: Alfred Appel<br>Name (type or print): Alfred Appel<br>Date: 04/21/2008<br>Title: Vice President                                    |            |                                                                             |         |             |
| Processed 04/21/2008                                                                                                                                   |                 | * Electronically provided signatures are accepted as original signatures.                                                                                                          |            |                                                                             |         |             |