

No. C 84511		Due no later than August 31, 2003 Annual Report Form		2. Registered Agent and Office NO PO BOX													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080		1. Mailing Address - Correct in this box, if applicable HALLMARK SPECIALTY RETAIL GROUP, IN TAX DEPARTMENT #407 PO BOX 419479 KANSAS CITY, MO 64141		C. T. CORPORATION SYSTEM 300 NORTH 6TH STREET BOISE, ID 83701													
NO FILING FEE IF RECEIVED BY DUE DATE				3. <u>New</u> Registered Agent Signature													
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors. <table border="1"><thead><tr><th><u>Office held</u></th><th><u>Name</u></th><th><u>Street or P.O. Address</u></th><th><u>City</u></th><th><u>State</u></th><th><u>Zip</u></th></tr></thead><tbody><tr><td colspan="6" style="text-align: center;"><i>SEE ATTACHED LIST</i></td></tr></tbody></table>						<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<i>SEE ATTACHED LIST</i>					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>												
<i>SEE ATTACHED LIST</i>																	
5. Organized Under the Laws of: DELAWARE C 84511		6. Signature <u>Richard B Chalker</u> Date <u>7-11-03</u> Name (Typed or Printed) <u>Richard B. Chalker</u> Title <u>Assistant Secretary</u>															

Issued 06/02/2003

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List of Officers and Directors

Officers:

<u>Name</u>	<u>Title</u>	<u>Start Date</u>	<u>Term Date</u>	<u>Status</u>	<u>Address 1</u>	<u>Address 2</u>
Paul M. Tabaka	President			Current	2440 Pershing Road, Suite 200 Kansas City, MO 64198 United States	14119 Manor Leawood, KS 66224 United States
Judith C. Whittaker	Vice President, Assistant Secretary			Current	2501 McGee Trafficway Kansas City, MO 64108 United States Phone: 816-274-4052 Email: jwhitt1@hallmark.com	5900 Mission Drive Mission Hills, KS 66208 United States
Jerry Grecian	Vice President			Current	2501 McGee Trafficway Kansas City, MO 64108 United States	13819 Woodward Overland Park, KS 66223 United States
Barry M. Katz	Vice President			Current	2501 McGee Trafficway Mail Drop #339 Kansas City, MO 64108 United States Phone: 816-274-4054 Email: bkatz1@hallmark.com	11333 Hemlock Overland Park, KS 66210 United States
John T. Chase	Vice President			Current	2501 McGee Trafficway Kansas City, MO 64108	5609 West 147th Place Overland Park, KS 66223
Dwight C. Arn	Vice President, Assistant Secretary			Current	2501 McGee Trafficway Mail Drop #339 Kansas City, MO 64108 United States Phone: 816-274-4057 Email: darn1@hallmark.com	9979 Hemlock Drive Overland Park, KS 66212 United States
Tom Mulqueen	Vice President			Current	2501 McGee Trafficway Kansas City, MO 64108 United States	12120 Perry Overland Park, KS 66213 United States
Roberta K. Farrell	Vice President			Current	2501 McGee Trafficway Kansas City, MO 64108	9650 Belinder Road Leawood, KS 66206
Theodore J. Franke Jr.	Vice President			Current	2501 McGee Trafficway Kansas City, MO 64108 United States	13109 West 127th Place Overland Park, KS 66213
Gerald E. Czir	Vice President			Current	2501 McGee Trafficway Kansas City, MO 64108 United States	Apt. 514 13300 Outlook Overland Park, KS 66213

Company Name: Hallmark Specialty Retail Group, Inc.

Report Date: 1/24/2003

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Allan D. Miller	Vice President	Current	2501 McGee Trafficway Kansas City, MO 64108 United States	5809 Manor Dr. Parkville, MO 64152
Steven C. Salter	Vice President	Current	2501 McGee Trafficway Kansas City, MO 64108 United States	12520 Connell Overland Park, KS 66213
Vickie Young	Secretary	Current	2501 McGee Trafficway Mail Drop #339 Kansas City, MO 64108 United States Phone: 816-274-5979 Email: vyoung1@hallmark.com	804 NW 40th Terrace Kansas City, MO 64116 United States
Vicky Moorhead	Assistant Secretary	Current	2501 McGee Trafficway Kansas City, MO 64108 United States	8500 West 145th Terrace Overland Park, KS 66223 United States
Gregory L. Russell	Assistant Secretary	Current	2501 McGee Trafficway Kansas City, MO 64108 United States	8509 West 138th Terrace Overland Park, KS 66223
Kathleen H. Tomei	Assistant Secretary	Current	2501 McGee Trafficway Mail Drop #339 Kansas City, MO 64108 United States Phone: 816-274-7744 Email: ktomei1@hallmark.com	6004 Catalina Fairway, KS 66205 United States
Pamela J. Berry	Assistant Secretary	Current	2501 McGee Trafficway Kansas City, MO 64108 United States	14008 W. 69th Street Shawnee, KS 66216
Nancy M. Vardijan	Assistant Secretary	Current	2501 McGee Trafficway Kansas City, MO 64108 United States	16369 149th Street Bonner Springs, KS 66012
E. Bruce McKinney	Treasurer	Current	2501 McGee Trafficway Kansas City, MO 64018 United States	10423 West 126th Street Overland Park, KS 66213 United States
Richard B. Chalker	Tax Officer/Assistant Secretary	Current	2501 McGee Trafficway Kansas City, MO 64018 United States	8830 Catalina Drive Prairie Village, KS 66207 United States

Directors:

<u>Name</u>	<u>Committee</u>	<u>Start Date</u>	<u>Term. Date</u>	<u>Status</u>	<u>Address 1</u>	<u>Address 2</u>
Carol Hallquist				Current	2501 McGee Trafficway Kansas City, MO 64108 United States	17 Janssen Place Kansas City, MO 64109 United States
Rod Sturgeon				Current	2501 McGee Trafficway Kansas City, MO 64018 United States	16950 206th Street Tonganoxie, KS 66086