

INSTRUCTIONS ON REVERSE SIDE

No. 94537	Idaho Corporation Annual Report Form Due No Later Than November 1, 1991	2. Registered Agent and Office NOT A P.O. BOX																				
Return To Secretary of State Room 203, Statehouse Boise, ID 83720 NO FEE REQUIRED	1. Mailing Address — Please Correct, If Not Correct G. H. BASS & CO. PAMELA N. HOOTKIN 1290 AVE. OF THE AMERICAS NEW YORK NY 10104	PRENTICE HALL CORPPATION 877 MAIN STREET BOISE ID 83702 545 3. Incorporated Under The Laws of DE NO: 094537																				
4. Names and Addresses of Officers and Directors																						
<table border="0" style="width: 100%;"> <thead> <tr> <th style="text-align: left;"><u>Name</u></th> <th style="text-align: left;"><u>Street or P.O. Address</u></th> <th style="text-align: left;"><u>City</u></th> <th style="text-align: left;"><u>State</u></th> <th style="text-align: left;"><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>President:</td> <td colspan="4" style="text-align: center;">See Schedule Attached</td> </tr> <tr> <td>Secretary:</td> <td colspan="4"></td> </tr> <tr> <td>Directors:</td> <td colspan="4"></td> </tr> </tbody> </table>			<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:				
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President:	See Schedule Attached																					
Secretary:																						
Directors:																						
5. Nature of Business Retail 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. <table border="0" style="width: 100%;"> <tr> <td style="width: 60%;">Signature <i>Walter B. Partan</i></td> <td style="width: 40%;">Date July 12, 1991</td> </tr> <tr> <td>Name <small>(Typed or Printed)</small> Walter B. Partan</td> <td>Title Asst Secty</td> </tr> </table>		Signature <i>Walter B. Partan</i>	Date July 12, 1991	Name <small>(Typed or Printed)</small> Walter B. Partan	Title Asst Secty																
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G.H. BASS & CO.
Listing of Officers

NAME	TITLE	ADDRESS	TERM EXPIRES
Donald J. Sappington	President	27 Ocean Woods Drive Scarborough, ME 04074	3/29/92
James J. Murphy	Exec Vice Pres.	85 Green Meadows Blvd. Middletown, NJ 07748	3/29/92
Pamela N. Hootkin *	Vice Pres. and Secretary	85 East End Ave. New York, NY 10028	3/29/92
Irwin W. Winter *	Vice Pres. and Asst. Secretary	1075 Park Ave. New York, NY 10128	3/29/92
Michael Frenkel	Vice Pres. and Asst. Secretary	17 Brewster Terrace New Rochelle, NY 10804	3/29/92
Walter. B. Partan	Asst. Secretary	3239 Shelley Street Mohegan Lake, NY 10547	3/29/92
Evan H. Wasserman	Asst. Secretary	10 Mallard Court Englewood, NJ 07631	3/29/92
Kenneth E. Mansfield	Vice President	42 Buttonwood Lane Portland, ME 04102	3/29/92
Eugene O. Kessler	Vice President	8 Manor Way Cape Elizabeth, ME 04107	3/29/92
Ivan K. Spencer	Vice President	52 Sunset Blvd. P.O. Box 507 Wilton, ME 04294	3/29/92
Vincent A. Russo	Vice President Asst Secty & Treasurer	360 U. S. Route #1 Falmouth, ME 04105	3/29/92

DIRECTORS

Pamela N. Hootkin *		3/29/92
Irwin W. Winter *		3/29/92
Bruce J. Klatsky	56 Ludlow Drive, Chappaqua, NY 10514	3/29/92
Cynthia L. Tarantino	1 June Place, Aberdeen, NJ 07744	3/29/92