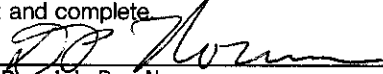
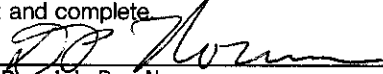
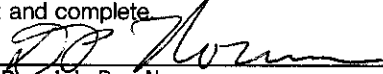


No. 026478	Idaho Corporation Annual Report Form Due No Later Than November 1, 1987		2. Registered Agent and Office											
Return To Secretary of State Room 203, Statehouse Boise, ID 83720 RECEIVED SEC. OF STATE 87 NOV 2 PM 2 58	1. Mailing Address — Please Correct 016478		C T CORPORATION SYSTEM 300 NORTH SIXTH STREET BOISE, IDAHO 83701 ENTERED NOV 3 1987											
	SEARS, ROEBUCK AND CO. TAX DEPT. 970 SEARS TOWER-41ST FLOOR CHICAGO, ILLINOIS 60684													
4. Names and Addresses of Officers and Directors <table border="1"> <thead> <tr> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td colspan="5" style="text-align: center;">SEE ATTACHED LISTING</td> </tr> </tbody> </table>					Name	Street or P.O. Address	City	State	Zip	SEE ATTACHED LISTING				
Name	Street or P.O. Address	City	State	Zip										
SEE ATTACHED LISTING														
5. Nature of Business Retail Merchandising		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"> <tr> <td>Signature</td> <td></td> <td>Date</td> <td colspan="2">10/21/87</td> </tr> <tr> <td>Name (Typed or Printed)</td> <td>David P. Norum</td> <td>Title</td> <td colspan="2">Vice President - Taxes</td> </tr> </table>			Signature		Date	10/21/87		Name (Typed or Printed)	David P. Norum	Title	Vice President - Taxes	
Signature		Date	10/21/87											
Name (Typed or Printed)	David P. Norum	Title	Vice President - Taxes											

SEARS, ROEBUCK AND CO.
May 14, 1987

OFFICERS:

<u>Business Address</u>	<u>Residence Address</u>
<u>Corporate</u>	
*Edward A. Brennan, Chairman of the Board and Chief Executive Officer Sears Tower, Chicago, IL 60684	1101 Burr Ridge Club Drive Burr Ridge, IL 60521
*Richard M. Jones, President and Chief Financial Officer Sears Tower, Chicago, IL 60684	1205 Burr Ridge Club Drive Burr Ridge, IL 60521
Randolf H. Aires, Vice President, Governmental Affairs 633 Pennsylvania Avenue, North West, Washington, DC 20004	2260 48th Street, North West Washington, DC 20007
Warren F. Cooper, Vice President, Corporate Personnel Sears Tower, Chicago, IL 60684	31 Alice Lane Barrington, IL 60010
* James M. Denny, Vice President, Finance Sears Tower, Chicago, IL 60684	927 Romona Road Wilmette, IL 60091
Robert F. Gurnee, Vice President and Corporate Treasurer Sears Tower, Chicago, IL 60684	3 Oak Brook Club Drive, Apt. D-101 Oak Brook, IL 60521
David P. Norum, Vice President, Corporate Taxes, Sears Tower, Chicago, IL 60684	310 Versailles Drive Northbrook, IL 60062
Charles J. Ruder, Vice President, Corporate Public Affairs Sears Tower, Chicago, IL 60684	1 Goose Lake Drive Barrington, IL 60010
David Shute, Vice President and Corporate General Counsel Sears Tower, Chicago, IL 60684	1448 North Lake Shore Drive Apt. 10C Chicago, IL 60610

OFFICERS
5/14/87

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Business Address

Residence Address

Corporate (cont'd)

Allan B. Stewart, Senior Vice President
Corporate Administration and Planning
Sears Tower, Chicago, IL 60684

27008 Fairview, Tower Lakes
Barrington, IL 60010

Henry D. Sunderland, Senior Vice President
and Secretary
Sears Tower, Chicago, IL 60684

1212 North Sheridan Road
Lake Forest, IL 60045

John S. Vivian, Vice President and
Corporate Comptroller
Sears Tower, Chicago, IL 60684

1165 Evergreen Avenue
Naperville, IL 60540

Merchandise Group

*Michael Bozic, President and Chief
Administrative Officer
Sears Tower, Chicago, IL 60684

20530 Meadow Lane
Barrington, IL 60010

Joseph H. Batogowski, Senior Executive
Vice President, Merchandising
Sears Tower, Chicago, IL 60684

1621 Midwest Club Drive
Oak Brook, IL 60521

G. Joseph Reddington, Senior Executive
Vice President, Field
Sears Tower, Chicago, IL 60684

3320 Saratoga
Downers Grove, IL 60515

Eric D. Saunders, Senior Vice President
Sears Tower, Chicago, IL 60684

575 Turicum Road
Lake Forest, IL 60045

Everett L. Buckardt, Vice President
Sears Tower, Chicago, IL 60684

1001 Westleigh Road
Lake Forest, IL 60045

Charles A. Carlson, Vice President
Sears Tower, Chicago, IL 60684

908 South Royal Blackheath Court
Naperville, IL 60540

OFFICERS
5/14/87

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Business Address

Residence Address

Merchandise Group (cont'd)

Donald A. Deutsch, Vice President
Sears Tower, Chicago, IL 60684

1515 North Astor, Apt. 5A
Chicago, IL 60610

John R. Easter, Vice President
Sears Tower, Chicago, IL 60684

6 Oak Brook Club Drive,
Apt. K-101
Oak Brook, IL 60521

Peter R. Fisher, Vice President
Sears Tower, Chicago, IL 60684

1357 Harlan Avenue
Lake Forest, IL 60045

Alfred G. Goldstein, President (Sears
Specialty Merchandising)

1040 Lake Shore Drive
Chicago, IL 60684

Forrest R. Haselton, Territorial Executive
Vice President, South
Sears Tower, Chicago, IL 60684

188 Keith Lane
Lake Forest, IL 60045

Clifton F. Hooks, Territorial Executive
Vice President, North
Sears Tower, Chicago, IL 60684

830 Lane Lorraine
Lake Forest, IL 60045

Matthew A. Howard, Vice President
Sears Tower, Chicago, IL 60684

1036 Royal Bombay Court
Naperville, IL 60540

Claude M. Irason, Vice President
Sears Tower, Chicago, IL 60684

38 W 447 Burr Oaks Lane
St. Charles, IL 60174

Robert L. Johnson, Vice President
Sears Tower, Chicago, IL 60684

310 Barton Avenue
Evanston, IL 60202

Vincent W. Jones, Vice President and
General Counsel
Sears Tower, Chicago, IL 60684

1318 Sutton Place
Chicago, IL 60610

Con S. Massey, Vice President
Sears Tower, Chicago, IL 60684

1340 Wood Hill Lane
Lake Forest, IL 60045

Thomas E. Morris, Vice President
Sears Tower, Chicago, IL 60684

751 Provencal Drive
Burr Ridge, IL 60521

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Residence Address

1000 North State Parkway
Apt. 8
Chicago, IL 60610

321 Winchester Court
Lake Bluff, IL 60048

Route 2, Box 48AA, Bow Lane
Barrington, IL 60010

161 East Chicago Avenue
Apt. 48A
Chicago, IL 60611

1215 Oak Trail Drive
Libertyville, IL 60048

1328 Edgewood Lane
Northbrook, IL 60062

2 Creekside Lane
Barrington Hills, IL 60010

20 Blue Grass Court
Oak Brook, IL 60521

$\frac{d}{dt} \left(\frac{\partial L}{\partial \dot{x}} \right) = \frac{\partial L}{\partial x}$

SEARS, ROEBUCK AND CO.
May 14, 1987

DIRECTORS:

<u>Business Address</u>	<u>Residence Address</u>
Warren L. Batts Chairman and Chief Executive Officer Premark International, Inc. 2211 Sanders Road Northbrook, IL 60062	Mountain Lake Lake Wales, FL 33853
*Michael Bozic Sears Tower Chicago, IL 60684	20530 Meadow Lane Barrington, IL 60010
*Edward A. Brennan Sears Tower Chicago, IL 60684	1101 Burr Ridge Club Drive Burr Ridge, IL 60521
Albert V. Casey 2626 RepublicBank Tower Dallas, TX 75201	4914 Briarwood Place Dallas, TX 75209
E. Mandell de Windt Eaton Center 1111 Superior Avenue Room 2604 Cleveland, OH 44114	Bald Peak Colony Club Melvin Village, NH 03850
Richard J. Haayen Chairman and Chief Executive Officer Allstate Insurance Group Northbrook, IL 60062	1410 Lake Shore Drive South Barrington, IL 60010
Arthur J. Hill Chairman and Chief Executive Officer Coldwell Banker Real Estate Group 55 West Monroe Street, Suite 3100 Chicago, IL 60603	687 Lincoln Avenue Winnetka, IL 60093
*Richard M. Jones Sears Tower Chicago, IL 60684	1205 Burr Ridge Club Drive Burr Ridge, IL 60521

DIRECTORS

5/14/87

Page 2

Business Address

Residence Address

Sybil C. Mobley
Dean, School of Business and Industry
1500 Wahnish Way
Florida A&M University
Tallahassee, FL 32307

520 Hampton Avenue
Tallahassee, FL 32304

Norma Pace
Senior Vice President
American Paper Institute, Inc.
260 Madison Avenue
New York, NY 10016

Route 112
Lime Rock, CT 06039

Philip J. Purcell
Chairman and Chief Executive Officer
Dean Witter Financial Services Inc.
130 Liberty Street
New York, NY 10006

1036 Seneca Road
Wilmette, IL 60091

Nancy C. Reynolds
President
Wexler, Reynolds, Harrison & Schule, Inc.
1317 F Street Northwest, Suite 600
Washington, DC 20004

4949 Rock Spring Road
Arlington, VA 22207

Clarence B. Rogers, Jr.
IBM Senior Vice President
IBM Corporation
Old Orchard Road
Armonk, NY 10504

15 Winding Lane
Greenwich, CT 06830

Donald H. Rumsfeld
Senior Advisor
William Blair & Co.
135 South LaSalle Street
Suite 3910
Chicago IL, 60603

1411 North State Parkway
Apt. 3S
Chicago, IL 60610

DIRECTORS
5/14/87

Page 3

Business Address

Residence Address

Edgar B. Stern, Jr.
Chairman and President
Royal Street Corporation
Post Office Box JJ
Aspen, CO 81612
620 East Hyman Avenue, 81611

Post Office Box JJ
Aspen, CO 81612

Edward R. Telling
Sears Tower 98
Chicago, IL 60684

1420 Sheridan Road, Unit 9F
Wilmette, IL 60091

* Also Officer of the Company