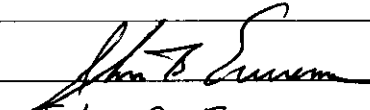


| <b>No. C 129821</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>Due no later than Jul 31, 2000</b><br><b>Annual Report Form</b>                                                                                                                                    |                        | 2. Registered Agent and Office <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>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 1. Mailing Address - Correct in this box, if applicable                                                                                                                                               |                        | CORPORATION SERVICE COMPAN<br>1401 SHORELINE DRIVE |             |       |                        |      |       |     |       |                      |                       |            |    |       |      |                |                       |            |    |       |      |                      |                       |            |    |       |      |                |                       |            |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | MONTGOMERY WARD ENTERPRISES, INC.<br><br>200 N MARTINGALE RD                                                                                                                                          |                        | BOISE, ID 83702                                    |             |       |                        |      |       |     |       |                      |                       |            |    |       |      |                |                       |            |    |       |      |                      |                       |            |    |       |      |                |                       |            |    |       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | SCHAUMBURG, IL 60173                                                                                                                                                                                  |                        | 3. <u>New</u> Registered Agent Signature           |             |       |                        |      |       |     |       |                      |                       |            |    |       |      |                |                       |            |    |       |      |                      |                       |            |    |       |      |                |                       |            |    |       |
| 4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.<br><table border="1"> <thead> <tr> <th>Office held</th> <th>Name</th> <th>Street or P.O. Address</th> <th>City</th> <th>State</th> <th>Zip</th> </tr> </thead> <tbody> <tr> <td>Pres.</td> <td>KATHRYN V. MARINELLO</td> <td>200 N. MARTINGALE RD.</td> <td>SCHAUMBURG</td> <td>IL</td> <td>60173</td> </tr> <tr> <td>Sec.</td> <td>John B. Euwema</td> <td>200 N. MARTINGALE RD.</td> <td>SCHAUMBURG</td> <td>IL</td> <td>60173</td> </tr> <tr> <td>Dir.</td> <td>KATHRYN V. MARINELLO</td> <td>200 N. MARTINGALE RD.</td> <td>SCHAUMBURG</td> <td>IL</td> <td>60173</td> </tr> <tr> <td>Dir.</td> <td>John B. Euwema</td> <td>200 N. MARTINGALE RD.</td> <td>SCHAUMBURG</td> <td>IL</td> <td>60173</td> </tr> </tbody> </table> |                                                                                                                                                                                                       |                        |                                                    | Office held | Name  | Street or P.O. Address | City | State | Zip | Pres. | KATHRYN V. MARINELLO | 200 N. MARTINGALE RD. | SCHAUMBURG | IL | 60173 | Sec. | John B. Euwema | 200 N. MARTINGALE RD. | SCHAUMBURG | IL | 60173 | Dir. | KATHRYN V. MARINELLO | 200 N. MARTINGALE RD. | SCHAUMBURG | IL | 60173 | Dir. | John B. Euwema | 200 N. MARTINGALE RD. | SCHAUMBURG | IL | 60173 |
| Office held                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Name                                                                                                                                                                                                  | Street or P.O. Address | City                                               | State       | Zip   |                        |      |       |     |       |                      |                       |            |    |       |      |                |                       |            |    |       |      |                      |                       |            |    |       |      |                |                       |            |    |       |
| Pres.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | KATHRYN V. MARINELLO                                                                                                                                                                                  | 200 N. MARTINGALE RD.  | SCHAUMBURG                                         | IL          | 60173 |                        |      |       |     |       |                      |                       |            |    |       |      |                |                       |            |    |       |      |                      |                       |            |    |       |      |                |                       |            |    |       |
| Sec.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | John B. Euwema                                                                                                                                                                                        | 200 N. MARTINGALE RD.  | SCHAUMBURG                                         | IL          | 60173 |                        |      |       |     |       |                      |                       |            |    |       |      |                |                       |            |    |       |      |                      |                       |            |    |       |      |                |                       |            |    |       |
| Dir.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | KATHRYN V. MARINELLO                                                                                                                                                                                  | 200 N. MARTINGALE RD.  | SCHAUMBURG                                         | IL          | 60173 |                        |      |       |     |       |                      |                       |            |    |       |      |                |                       |            |    |       |      |                      |                       |            |    |       |      |                |                       |            |    |       |
| Dir.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | John B. Euwema                                                                                                                                                                                        | 200 N. MARTINGALE RD.  | SCHAUMBURG                                         | IL          | 60173 |                        |      |       |     |       |                      |                       |            |    |       |      |                |                       |            |    |       |      |                      |                       |            |    |       |      |                |                       |            |    |       |
| 5. Organized Under the Laws of:<br><br>DELAWARE<br>C 129821                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 6.<br>Signature <u></u> Date <u>7-12-00</u><br>Name (Typed or Printed) <u>John B. Euwema</u> Title <u>Secretary</u> |                        |                                                    |             |       |                        |      |       |     |       |                      |                       |            |    |       |      |                |                       |            |    |       |      |                      |                       |            |    |       |      |                |                       |            |    |       |

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