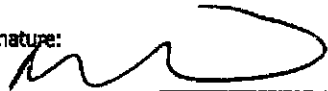


No. <b>W 162332</b>	<b>Due no later than Feb 28, 2017</b> <b>Annual Report Form</b>		2. Registered Agent and Office <b>(NOT A P.O. BOX)</b> C T CORPORATION SYSTEM 921 S ORCHARD ST STE G BOISE ID 83705 USA																	
Return to: SECRETARY OF STATE 450 N 4th STREET PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF          RECEIVED BY DUE          DATE</b>	1. Mailing Address: <b>Correct in this box if needed.</b> NEW AVON LLC <del>601 MIDLAND AVE</del> <b>777 Third Ave.</b> <del>RYE NY 10580</del> <b>New York, NY</b> <b>10017</b>		3. <u>New</u> Registered Agent Signature.																	
4. <b>Limited Liability Companies: Enter Names and Addresses of Managers OR Members. See Instructions.</b> <table border="1"> <thead> <tr> <th>Manager or Member</th> <th>Name</th> <th>Street or PO Address</th> <th>City</th> <th>State</th> <th>Country</th> <th>Postal Code</th> </tr> </thead> <tbody> <tr> <td>Manager <input type="checkbox"/> Member <input type="checkbox"/></td> <td colspan="6" rowspan="4" style="text-align: center; vertical-align: middle;"><b>See attached</b></td> </tr> <tr> <td>Manager <input type="checkbox"/> Member <input type="checkbox"/></td> </tr> <tr> <td>Manager <input type="checkbox"/> Member <input type="checkbox"/></td> </tr> <tr> <td>Manager <input type="checkbox"/> Member <input type="checkbox"/></td> </tr> </tbody> </table>				Manager or Member	Name	Street or PO Address	City	State	Country	Postal Code	Manager <input type="checkbox"/> Member <input type="checkbox"/>	<b>See attached</b>						Manager <input type="checkbox"/> Member <input type="checkbox"/>	Manager <input type="checkbox"/> Member <input type="checkbox"/>	Manager <input type="checkbox"/> Member <input type="checkbox"/>
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Manager <input type="checkbox"/> Member <input type="checkbox"/>																				
5. Organized Under the Laws of:  <b>DELAWARE</b> <b>W 162332</b>	6. Signature:  Date: <b>2/28/17</b> Name (type or print): <b>Karen Leu, Authorized Representative</b> Title: <b>General Counsel</b>																			

**New Avon LLC Board of Managers**

**Jack Stahl**

Chairman, Board of Managers, New Avon LLC  
777 Third Avenue, New York NY 10017

**Chan W. Galbato**

Manager  
777 Third Avenue, New York NY 10017

**Ethan J. Klemperer**

Manager  
777 Third Avenue, New York NY 10017

**Susan J. Kropf**

Manager  
777 Third Avenue, New York NY 10017

**Steven F. Mayer**

Manager  
777 Third Avenue, New York NY 10017

**Sheri McCoy**

Manager  
777 Third Avenue, New York NY 10017

**Michael F. Sanford**

Manager  
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**Scott White**

Manager  
777 Third Avenue, New York NY 10017