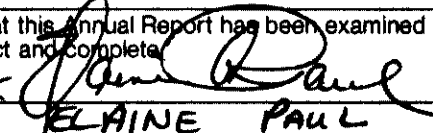


No. 73215 Return To Secretary of State - Room 203, Statehouse Boise, ID 83720 * FIRST NOTICE * NO FEE REQUIRED	Idaho Corporation Annual Report Form Due No Later Than November 1, 1992 1. Mailing Address - Please Correct If Not Correct BROOKS FASHION STORES, INC. JOSEPH N. ZAWADZKI 370 SEVENTH AVENUE NEW YORK NY 10001 0000	2. Registered Agent and Office NOT A P.O. BOX C T CORPORATION SYSTEM 300 NORTH SIXTH STREET BOISE ID 83701 3. Incorporated Under The Laws of NY NO: 73215
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4. Names and Addresses of Officers and Directors

	Name	Street or P.O. Address	City	State	Zip
President:	<u>DIR</u> JAMES KNABE	P.O. BOX 231	KATONAH	NY	10536
Secretary:	JOSEPH N. ZAWADZKI	5 BIRCH CT.	MARLBORO	NJ	07746
Directors:	MACDONEL ROEHM, JR.	640 5TH. AVE.	NEW YORK	NY	10019
	HOWARD E. HASSLER	200 E. 57TH ST.	NEW YORK	NY	10022
	ERIC W. BRUENNER	156 W. 56TH. ST.	NEW YORK	NY	10019
	JOHN O. WHITNEY	569 RIVERSIDE DR.	NEW YORK	NY	10027
	DAN KING	ST. STEVENS GREEN	DUBLIN 2	IREL D	
	WILLIAM D. MULLHOLLAND	302 BAY ST.	TORONTO, ONTARIO,	CANADA	M5T-1A1

5. Nature of Business RETAIL- WOMEN'S WEARING APPAREL	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. Signature  Name (Typed or Printed) ELAINE PAUL Date 8/15/92 Title V.P./TREAS
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