

No. 16478	<b>Idaho Corporation Annual Report Form</b>		2. Registered Agent and Office																					
Return To  <b>Secretary of State</b> <b>Room 203, Statehouse</b> <b>Boise, ID 83720</b>  <b>** FINAL NOTICE **</b> <b>NO FEE REQUIRED</b>	Due No Later Than November 1,		C T CORPORATION SYSTEM																					
	1. Mailing Address — Please Correct		300 NORTH SIXTH STREET																					
	SEARS, ROEBUCK AND CO. TAX DEPT. 970 SEARS TOWER-41ST FLOOR  CHICAGO IL 60684		BOISE ID 83701  3. Incorporated Under The Laws of NY  NO: 016478																					
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>President:</td> <td colspan="4">SEE ATTACHED LISTING</td> </tr> <tr> <td>Secretary:</td> <td colspan="4"></td> </tr> <tr> <td>Directors:</td> <td colspan="4"></td> </tr> </tbody> </table>					Name	Street or P.O. Address	City	State	Zip	President:	SEE ATTACHED LISTING				Secretary:					Directors:				
Name	Street or P.O. Address	City	State	Zip																				
President:	SEE ATTACHED LISTING																							
Secretary:																								
Directors:																								
5. Nature of Business		6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete.																						
Retail Merchandising		Signature <u>SF</u> <u>David P. Norum</u> Date 10/19/90 Name (Typed or Printed) Mr. David P. Norum Title Vice President - Taxes																						

SEARS, ROEBUCK AND CO.  
(a New York corporation)

January 1, 1990

<u>OFFICER</u>	<u>TITLE</u>	<u>ADDRESS</u>
<u>Corporate</u>		
*Edward A. Brennan	Chairman of the Board, President and Chief Executive Officer	Sears Tower, Chicago, IL 60684
Randolf H. Aires	Vice President, Governmental Affairs	Sears House 633 Pennsylvania Avenue, Northwest Washington, DC 20004
Charles A. Carlson	Vice President, Technology Services	Sears Technology Services, Inc. 231 North Martingale Road Schaumburg, IL 60173
Edward J. Condon, Jr.	Vice President and Corporate Treasurer	Sears Tower, Chicago, IL 60684
Warren F. Cooper	Vice President, Corporate Personnel	Sears Tower, Chicago, IL 60684
*James M. Denny	Senior Vice President and Chief Financial Officer	Sears Tower, Chicago, IL 60684
Edward M. Liddy	Vice President, Corporate Finance	Sears Tower, Chicago, IL 60684
Charles F. Moran	Senior Vice President, Administration	Sears Tower, Chicago, IL 60684
David P. Norum	Vice President, Corporate Taxes	Sears Tower, Chicago, IL 60684
Charles J. Ruder	Vice President, Corporate Public Affairs	Sears Tower, Chicago, IL 60684
David Shute	Senior Vice President, Corporate General Counsel and Secretary	Sears Tower, Chicago, IL 60684
Jane J. Thompson	Vice President, Corporate Planning	Sears Tower, Chicago, IL 60684
John S. Vivian	Vice President and Corporate Comptroller	Sears Tower, Chicago, IL 60684

January 1, 1990

<u>OFFICER</u>	<u>TITLE</u>	<u>ADDRESS</u>
<u>Merchandise Group</u>		
*Michael Bozic	Chairman and Chief Executive Officer	Sears Tower, Chicago, IL 60684
Everett L. Buckardt	President, Catalog and Direct Marketing Operations	Sears Tower, Chicago, IL 60684
Laurence E. Cudmore	President, Retail	Sears Tower, Chicago, IL 60684
Robert J. Ferkenhoff	Vice President	Sears Tower, Chicago, IL 60684
Peter R. Fisher	Executive Vice President	Sears Tower, Chicago, IL 60684
Warren E. Flick	Vice President	Sears Tower, Chicago, IL 60684
Alfred G. Goldstein	President, Sears Specialty Merchandising	Sears Tower, Chicago, IL 60684
Jerry A. Hand	Vice President	Sears Tower, Chicago, IL 60684
Forrest R. Haselton	Vice President	Sears Tower, Chicago, IL 60684
Philo K. Holland, Jr.	Vice President	Sears Tower, Chicago, IL 60684
Clifton F. Hooks	Vice President	Sears Tower, Chicago, IL 60684
Matthew A. Howard	Senior Executive Vice President	Sears Tower, Chicago, IL 60684
Claude M. Ireson	Vice President	Sears Tower, Chicago, IL 60684
Robert L. Johnson	Vice President	Sears Tower, Chicago, IL 60684
Vincent W. Jones	Vice President and General Counsel	Sears Tower, Chicago, IL 60684
W. Stanley Knipe	Executive Vice President	Sears Tower, Chicago, IL 60684
Con S. Massey	Senior Vice President	Sears Tower, Chicago, IL 60684
Thomas E. Morris	Vice President	Sears Tower, Chicago, IL 60684
Verner L. Page	Vice President	Sears Tower, Chicago, IL 60684
John R. Parsons	Vice President	Sears Tower, Chicago, IL 60684

January 1, 1990

<u>OFFICER</u>	<u>TITLE</u>	<u>ADDRESS</u>
<u>Merchandise Group</u> (continued)		
William E. Patterson	Vice President	Sears Tower, Chicago, IL 60684
G. Joseph Reddington	President, Canadian Operations	Sears Canada, Inc. 222 Jarvis Street Toronto, Ontario M5B 2B8 Canada
Eric D. Saunders	Senior Executive Vice President	Sears Tower, Chicago, IL 60684
Marvin M. Stern	Vice President	Sears Tower, Chicago, IL 60684
Allan B. Stewart	Senior Executive Vice President	Sears Tower, Chicago, IL 60684
Robert E. Wallace	Vice President	Sears Tower, Chicago, IL 60684
Wayne G. Williams	Vice President	Sears Tower, Chicago, IL 60684
John F. Wirth	Senior Vice President	Sears Tower, Chicago, IL 60684

\* Also Director of the Company

January 1, 1990

TITLE

ADDRESS

Directors

Edward A. Brennan	Chairman of the Board, President and CEO, Sears Tower, Chicago, IL 60684
Warren L. Batts	Chairman and CEO, Premark International, Inc. 1717 Deerfield Rd, Deerfield, IL 60015
Michael Bozic	Chairman and CEO, Sears Merchandise Group, Sears Tower, Chicago, IL 60684
Albert V. Casey	325 North St. Paul Street, Suite 2626, Dallas, TX 75201
E. Mandell de Windt	Eaton Center, 1111 Superior Avenue, Room 2604, Cleveland, OH 44114
James M. Denny	Senior Vice President and Chief Financial Officer, Sears Tower, Chicago, IL 60684
Wayne E. Hedien	Chairman and CEO, Allstate Insurance Group, Allstate Plaza, North, Northbrook, IL 60062
Arthur J. Hill	Chairman and CEO, Coldwell Banker Real Estate Group, 55 West Monroe Street, Suite 3200, Chicago, IL 60604
Sybil C. Mobley	Dean, School of Business and Industry, Florida A&M University, 1500 Wahnish Way, Tallahassee, FL 32307
Norma Pace	Partner, Economic Consulting And Planning Inc., 100 East 42nd Street, New York, NY 10017
Philip J. Purcell	Chairman and CEO, Dean Witter Financial Services Inc., Two World Trade Center, New York, NY 10048
Nancy C. Reynolds	Co-Chairman & Partner, Wexler, Reynolds, Fuller, Harrison & Schule, Inc., 1317 F Street, Northwest, Suite 600, Washington, DC 20004
Clarence B. Rogers, Jr.	President and COO, Equifax, Inc., 1600 Peachtree Street, Northwest, Atlanta, GA 30309
Donald H. Rumsfeld	Senior Advisor, William Blair & Co., 135 South LaSalle Street, Suite 1740, Chicago, IL 60603
Edgar B. Stern, Jr.	Chairman and President, Royal Street Corporation, Post Office Box 2687, 220 Spring Street, Friday Harbor, WA 98250
Edward R. Telling	Sears Tower, Chicago, IL 60684