

No. C 85654

Due no later than Jan 31, 2001
Annual Report Form

2. Registered Agent and Office NO PO BOX

Return to:
SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

1. Mailing Address - Correct in this box, if applicable

MORSE SHOE, INC.

555 TURNPIKE ST.

CANTON, MA 02021

CT CORPORATION SYSTEM
300 N 6TH ST

BOISE, ID 83701

3. New Registered Agent Signature

NO FILING FEE IF
RECEIVED BY DUE DATE

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President	Alan I. Weinstein	555 Turnpike Street,	Canton	MA	02021
Treasurer	Elizabeth C. White	555 Turnpike Street,	Canton	MA	02021
Vice Pres.	Michael A. O'Hara	555 Turnpike Street,	Canton	MA	02021
Secretary	"	"	"	"	"
Directors	See the attached for a complete list of officers and directors.				

5. Organized Under the Laws of:

DELAWARE
C 85654

6.

Signature

Name (Typed or Printed)

Michael A. O'Hara

Date

Title:

V.P. & Secretary

MORSE SHOE, INC. (DE)
OFFICERS AND DIRECTORS

OFFICE	NAME	BUSINESS ADDRESS	HOME ADDRESS
President & Chief Executive Officer	Alan I. Weinstein	555 Turnpike Street Canton, MA 02021	13 Kings Road Sharon, MA 02067
Chief Financial Officer, Treasurer & Sr. V.P.	Elizabeth C. White	555 Turnpike Street Canton, MA 02021	11 Wycliffe Road E. Walpole, MA 02032
1 st Sr. V.P., General Counsel & Secretary	Michael A. O'Hara	555 Turnpike Street Canton, MA 02021	38 Victoria Avenue Reading, MA 01867
Director	Sherman N. Baker	555 Turnpike Street Canton, MA 02021	780 Boylston Street, #27D Boston, MA 02199
Director	Stuart M. Glasser	437 Turnpike Street Canton, MA 02021	318 Beacon Street Boston, MA 02116
Director	J. Christopher Clifford	Berkshire Partners One Boston Place Boston, MA 02108	104 Lincoln Road Wayland, MA 01778
Director	Melvin Rosenblatt	The Day Building 306 Main Street Worcester, MA 01608	79 Barry Road Worcester, MA 01609
Director	David Pulver	Cornerstone Capital, Inc. 16 Cobblefield Drive Mendham, NJ 07945	16 Cobblefield Drive Mendham, NJ 07945
Director	Nancy Ryan	Pro Media, Inc. 12 Mercer Road Natick, MA 01760	26 Phillips Pond Natick, MA 01760
Director	Douglas Kahn	Royal Home Fashions 2102 Faye & Eastview St. Durham, NC 27704	400 Tharps Lane Raleigh, NC 27614
Director	Harold Leppo	None	71 Lynam Road Stamford, CT 06903
Director	Theodore M. Ronick	None	142 East 71 st Street New York, NY 10021
Director	Alan I. Weinstein	555 Turnpike Street Canton, MA 02021	13 Kings Road Sharon, MA 02067

STATE OF INCORPORATION: Delaware
DATE OF INCORPORATION: December 22, 1961
PURPOSE: Retail sales of footwear and accessories.
FEDERAL TAX ID: 04-1638796

TOTAL SHARES AUTHORIZED: 1,000
PAR VALUE PER SHARE: \$.01
TOTAL SHARES ISSUED &
OUTSTANDING: 1,000