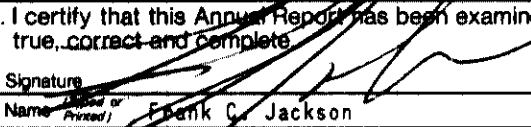


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No. Return To Secretary of State Room 203, Statehouse Boise, ID 83720 * FIRST NOTICE * NO FEE REQUIRED	Idaho Corporation Annual Report Form <i>Due No Later Than November 1, 1992</i> 1. Mailing Address -- <i>Please Correct, If Not Correct</i> RETAIL HOLDINGS GROUP, INC. RICHARD J. UHL 1000 RIDC PLAZA PITTSBURGH PA 15238 5858	2. Registered Agent and Office NOT A P.O. BOX PRITCHICE HALL LEGAL 877 MAIN STREET BOISE ID 83702 5858 3. Incorporated Under The Laws of DE NO: 93739
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4. Names and Addresses of Officers and Directors

	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
President:	Allan Mandell	2440 Fernbrook Lane, North	Plymouth	MN	55447
Secretary:	Pamela J. Giarla	1000 RIDC Plaza, Suite 200	Pittsburgh	PA	15238
Directors:	Richard J. Uhl	1000 RIDC Plaza, Suite 200	Pittsburgh	PA	15238
	Harold L. Lehman	1000 RIDC Plaza, Suite 200	Pittsburgh	PA	15238
	James G. Ayers	2440 Fernbrook Lane, North	Plymouth	MN	55447

5. Nature of Business Retail Clothing	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 (Printed or Typed) Frank C. Jackson Date October 5, 1992 Title Vice President
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