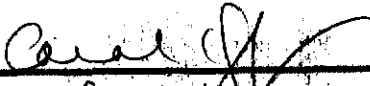


No. C 141869	Due no later than Dec 31, 2011 Annual Report Form		2. Registered Agent and Office (NOT A P.O. BOX) CORPORATION SERVICE COMPANY 12550 W EXPLORER DR STE 100 BOISE ID 83713			
Return to: SECRETARY OF STATE 450 N 4th STREET PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	1. Mailing Address: Correct in this box if needed. AVON PRODUCTS FOUNDATION, INC. 1345 AVENUE OF THE AMERICAS NEW YORK NY 10105					
4. Corporations: Enter Names and Business Addresses of President, Secretary, Directors and (optional) Treasurer.						
Office Held	Name	Street or PO Address	City	State	Country	Postal Code
Please see attached.						
5. Organized Under the Laws of:		6.				
NEW YORK C 141869		Signature:  Name (type or print): Carol Kutzig		Date: 12/13/11 Title: President		
Issued 12/09/2011 by J.1						114067

INSTRUCTIONS FOR THE IDAHO ANNUAL REPORT FORM

Block 1: Entity name may not be altered through the use of this form. Pay special attention to the mailing address. If the correct mailing address is not given in Block 1, strike it out and write in the correct address. Note: To ensure future mailings, the corrected address must be inside Block 1.

Block 2: To change the registered agent or office, strike the incorrect information and write in the correct information. Note: The office of the registered agent must be at a street address in Idaho; not a Post Office Box or Personal Mail Box.

Block 3: Only a new registered agent must sign in Block 3.

Block 4: Enter names and business addresses of president, secretary, and directors. Note: Do not put "same as last year" or "same as above". These will not be accepted. Changes here will not effect the address in Block 1. Be sure to include the title for each name listed.

Block 5: May not be altered through the use of this form.

Block 6: The annual report must be signed by a person authorized to represent the corporation. Print or type the name of the signer below the signature.

** The image of this form will be available on the internet once it has been filed. DO NOT enter Social Security numbers.

If the Corporation is no longer doing business in Idaho, you may file the appropriate form and fee. Forms are available on the website at www.sos.idaho.gov. However, if no timely annual report is filed, administrative action will be taken, at no cost to the Corporation to terminate the legal existence. If you have any questions contact the Commercial Division at (208) 334-2301.

POSTMARK DATES WILL NOT BE ACCEPTED

**AVON PRODUCTS FOUNDATION, INC.
BOARD OF DIRECTORS/OFFICERS**

As of September 27, 2011

NAME & TITLE	BUSINESS ADDRESS	PHONE NUMBER
Robert J. Corti Chairman	c/o Avon Products Inc. 1345 Avenue of the Americas New York, NY 10105	
Carol Kurzig President	c/o Avon Products Inc. 1345 Avenue of the Americas New York, NY 10105	
Kim K. Azzarelli Vice President	c/o Avon Products Inc. 1345 Avenue of the Americas New York, NY 10105	
Nancy Glaser Vice President	c/o Avon Products Inc. 1345 Avenue of the Americas New York, NY 10105	
John P. Higson Vice President	c/o Avon Products Inc. 1345 Avenue of the Americas New York, NY 10020	
Michael Schwartz Vice President	c/o Avon Products, Inc. 777 3rd Avenue New York, NY 10017-1401	
Andrew Watts Vice President	c/o Avon Products, Inc. 777 3rd Avenue New York, NY 10017-1401	
Richard Valone Treasurer	c/o Avon Products Inc. 1 Avon Plaza Rye, NY 10580	
Mary Quinn Secretary	c/o Avon Products Inc. 1345 Avenue of the Americas New York, NY 10105	