

No. C 140619

Return to:

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

**NO FILING FEE IF
RECEIVED BY DUE DATE**

**Due no later than September 30, 2003
Annual Report Form**

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

FACTORY 2-U STORES, INC.
4000 RUFFIN RD
SAN DIEGO, CA 92123

2. Registered Agent and Office **NO PO BOX**

CORPORATION SERVICE COMPANY
1401 SHORELINE DR STE 2

BOISE, ID 83702

3. New Registered Agent Signature

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

Office held Name

Street or P.O. Address

City

State

Zip

See attached

5. Organized Under the Laws of:

DELAWARE
C 140619

6.

Signature

Name (Typed or
Printed)

Jeannette Johnson
Jeannette Johnson

Date

Title

7/28/03

Property

Accountant

4340

Do Not Tape or Staple

**FACTORY 2-U STORES INC.
DIRECTOR AND OFFICER INFORMATION**

NAME	TITLE	ADDRESS	DATE TERM
William R. Fields	Chairman of the Board and Chief Executive Officer	4000 Ruffin Road San Diego, CA 92123	N/A
Douglas C. Felderman	Executive Vice President and Chief Financial Officer	4000 Ruffin Road San Diego, CA 92123	N/A
Larry I. Kelley	Executive Vice President, Merchandising & Marketing	4000 Ruffin Road San Diego, CA 92123	N/A
Norman G. Plotkin	Executive Vice President, Store Development, Human Resources & General Counsel	4000 Ruffin Road San Diego, CA 92123	N/A
Melvin C. Redman	Executive Vice President, Store Operations & Distribution	4000 Ruffin Road San Diego, CA 92123	N/A
Edward Wong	Executive Vice President, Supply Chain & Technology	4000 Ruffin Road San Diego, CA 92123	N/A
Michael Hein	Senior Vice President, Distribution & Transportation	4000 Ruffin Road San Diego, CA 92123	N/A
Joseph Codner	Vice President, Regional Operations	4000 Ruffin Road San Diego, CA 92123	N/A
Judy Collazo	Vice President, Merchandising	4000 Ruffin Road San Diego, CA 92123	N/A
Peggy Samson	Vice President, Merchandising	4000 Ruffin Road San Diego, CA 92123	N/A
Randie Lettington	Vice President, Merchandising	4000 Ruffin Road San Diego, CA 92123	N/A
James Sparks	Vice President, Merchandising	4000 Ruffin Road San Diego, CA 92123	N/A
John A. Bauman	Vice President, Regional Operations	4000 Ruffin Road San Diego, CA 92123	N/A
Patrick Stiffler	Vice President, Loss Prevention	4000 Ruffin Road San Diego, CA 92123	N/A
John Swygert	Vice President, Controller	4000 Ruffin Road San Diego, CA 92123	N/A
Susan M. Skrokov	Corporate Secretary	4000 Ruffin Road San Diego, CA 92123	N/A
Willem de Vogel	Director	4000 Ruffin Road San Diego, CA 92123	2003
Peter V. Handal	Director	4000 Ruffin Road San Diego, CA 92123	2004
Ronald Rashkow	Director	4000 Ruffin Road San Diego, CA 92123	2004
Wm. Robert Wright II	Director	4000 Ruffin Road San Diego, CA 92123	2004