

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
ANNUAL REPORT
OF

C. H. STUART INC.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is C. H. STUART INC.

SECOND: It is incorporated under the laws of DELAWARE

THIRD: The address of its registered office in Rhode Island is

111 Westminster Street, Providence, Rhode Island 02903

and the name of its registered agent in Rhode Island at such address is

C. T. Corporation System

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is P.O. Box 530, Route 88 South, Newark, New York 14513

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is That of coordination in the procurement, Design, and production of costume jewelry & related items from supplier in the state of Rhode Island, to sales companies within the State of New York.

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
See Attached Schedule	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
10,000	A Common		\$1.00 Per Share
5,000	Preferred		\$100.00 Per Share
1,000,000	B Common		\$1.00 Per Share

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EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
10,000	A Common		\$ 1.00 Per Share
NONE	Preferred		\$ 100.00 Per Share
379,006	B Common		\$ 1.00 Per Share

Dated Jan. 17, 19 80

C. H. STUART INC.

(NAME OF CORPORATION)

By



Its Vice President - Finance

DIRECTORS

C. W. Stuart
J. M. Beale
M. S. Beale
J. T. Joyce
K. A. Robar
C. A. Schmidt
R. E. Weichbrodt
D. E. Ruehl
E. J. Trainor
D. C. Anderson
E. L. Waldrip
R. F. O'Donnell

- Newark, New York
- Newark, New York
- Newark, New York
- Newark, New York
- Newark, New York
- Newark, New York
- Newark, New York
- Rochester, New York
- Fairport, New York
- Pittsford, New York
- Clifton Park, New York
- Canandaigua, New York

OFFICERS

C. W. Stuart

John T. Joyce
Kenneth A. Robar
Donald C. Anderson
James M. Beale
William C. Scheetz
Donald E. Ruehl
Edward J. Trainor
Richard G. DeHond
Mansell S. Cooke
Richard Goodman
Donald Palmatier
Robert G. Boss
Carl A. Schmidt
Franklin T. Russell

- Chairman of the Board and Chief Executive Officer - Newark, New York
- President and Chief Operating Officer - Newark, New York
- Executive Vice President - Newark, New York
- Senior Vice President - Personnel - Pittsford, New York
- Senior Vice President - Newark, New York
- Senior Vice President - Newark, New York
- Vice President - Finance - Rochester, New York
- Group Vice President - Jewelry Operations - Fairport, New York
- Vice President - Clifton Springs, New York
- Vice President - Corporate Services - Newark, New York
- Vice President - Governmental, Consumer - Newark, New York
- Vice President and Public Affairs
- Vice President - Employee Benefits - Newark, New York
- Vice President - Management Service Div. - Lyons, New York
- Secretary and General Counsel - Newark, New York
- Assistant Secretary and Legal Counsel - Newark, New York