



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005**

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 13612  
2. Name of Corporation UP COUNTRY Inc.  
3. Street Address Principal Business Office 9 NEWMAN AVENUE  
City RUMFORD State RI Zip 02916  
4. Business Phone No. 4014312940  
5. State of Incorporation RHODE ISLAND  
6. SIC Code 0  
7. Brief Description of the Character of Business Conducted in Rhode Island  
MANUFACTURING

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT)  FILL IN SPACES BEFORE USING ATTACHMENTS

President Name			Vice President Name		
Alice M. Nichols			George A. Newell		
Street Address			Street Address		
94 Congdon Street			3 St. James Gardens		
City	State	Zip	City	State	Zip
Providence	RI	02906	London WII	England	
Secretary Name			Treasurer Name		
John S. Nichols, Jr.			John S. Nichols, Jr.		
Street Address			Street Address		
94 Congdon Street			94 Congdon Street		
City	State	Zip	City	State	Zip
Providence	RI	02906	Providence	RI	02906

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT)  FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name			Director Name		
Alice M. Nichols			John S. Nichols, Jr.		
Street Address			Street Address		
94 Congdon Street			94 Congdon Street		
City	State	Zip	City	State	Zip
Providence	RI	02906	Providence	RI	02906
Director Name			Director Name		
None			None		
Street Address			Street Address		
City	State	Zip	City	State	Zip

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
8,000 \$10.00 PAR VALUE

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES  
Number of Shares Class/Series Par Value  
134

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\*13612 DBC 02/23/05 11:53:32 AM\*  
**FILED**  
File Date  
Check No. FEB 23 2005 10815  
By: VP  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Alice M. Nichols 2/22/05  
Signature of Officer Date  
Alice M. Nichols  
Print or Type Name of Officer  
President  
Title of Officer



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004**

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 13612      2. Name of Corporation Up Country, Inc.

3. Street Address Principal Business Office  
9 Newman Avenue      City Rumford      State RI      Zip 02816

4. Business Phone No. 401-431-2940      5. State of Incorporation Rhode Island      6. SIC Code 0

7. Brief Description of the Character of Business Conducted in Rhode Island  
Manufacturer of pet products

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT)  FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Alice M. Nichols Street Address 94 Congdon Street City Providence      State RI      Zip 02906	Vice President Name George A. Newell Street Address 3 St. James Gardens City London WII      State England      Zip
Secretary Name John S. Nichols, Jr. Street Address 94 Congdon Street City Providence      State RI      Zip 02906	Treasurer Name John S. Nichols, Jr. Street Address 94 Congdon Street City Providence      State RI      Zip 02904

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT)  FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Alice M. Nichols Street Address 94 Congdon Street City Providence      State RI      Zip 02906	Director Name John S. Nichols, Jr. Street Address 94 Congdon Street City Providence      State RI      Zip 02906
Director Name None Street Address	Director Name None Street Address

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>	11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>
AUTHORIZED SHARES	ISSUED SHARES
Number of Shares      Class/Series      Par Value	Number of Shares      Class/Series      Par Value
8,000 \$10.00 PAR VALUE	134

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date 2-18-04

Check No. 10137

By: ai

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Alice M. Nichols      2/17/04  
Signature of Officer      Date

Alice M. Nichols  
Print or Type Name of Officer

President  
Title of Officer



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. **13612** 2. Name of Corporation **UP COUNTRY Inc.**  
3. Street Address Principal Business Office **9 Newman Avenue** City **Rumford** State **RI** Zip **02916**  
4. Business Phone No. **401-431-2940** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code **0**  
7. Brief Description of the Character of Business Conducted in Rhode Island  
**Manufacturer of pet products**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name <b>Alice M. Nichols</b>	Vice President Name <b>George A. Newell</b>
Street Address <b>94 Congdon Street</b>	Street Address <b>3 St. James Gardens</b>
City State Zip <b>Providence RI 02906</b>	City State Zip <b>London WII England N/A</b>
Secretary Name <b>John S. Nichols</b>	Treasurer Name <b>John S. Nichols Jr.</b>
Street Address <b>94 Congdon Street</b>	Street Address <b>94 Congdon Street</b>
City State Zip <b>Providence RI 02906</b>	City State Zip <b>Providence RI 02906</b>

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name <b>Alice M. Nichols</b>	Director Name <b>John S. Nichols Jr.</b>
Street Address <b>94 Congdon Street</b>	Street Address <b>94 Congdon Street</b>
City State Zip <b>Providence RI 02906</b>	City State Zip <b>Providence RI 02906</b>
Director Name <b>None</b>	Director Name <b>None</b>
Street Address	Street Address
City State Zip	City State Zip

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
**8,000 \$10.00 PAR VALUE**

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES  
Number of Shares Class/Series Par Value  
**134**

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: **3-19-03**  
Check No.: **9335**  
By: **UP**

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

**Alice M. Nichols** 3/17/03  
Signature of Officer Date

**Alice M. Nichols, President**  
Print or Type Name of Officer

**President**  
Title of Officer



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 13612 2. Name of Corporation UP COUNTRY Inc.  
3. Street Address Principal Business Office 9 Newman Ave City Rumford State RI Zip 02916  
4. Business Phone No. 431 2940 5. State of Incorporation RHODE ISLAND 6. SIC Code 0

7. Brief Description of the Character of Business Conducted in Rhode Island  
Manufacturer of Pet Products.

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name <u>Alice M. Nichols</u>	Vice President Name <u>George A. Newell</u>
Street Address <u>94 Congdon St</u>	Street Address <u>3 ST. JAMES GARDENS</u>
City <u>Providence</u> State <u>RI</u> Zip <u>02906</u>	City <u>London</u> State <u>W11</u> Zip <u>ENGLAND</u>
Secretary Name <u>JOHN S. NICHOLS JR</u>	Treasurer Name <u>[Signature]</u>
Street Address <u>94 Congdon St</u>	Street Address
City <u>Providence</u> State <u>RI</u> Zip <u>02906</u>	City State Zip

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip
Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
8,000 \$10.00 PAR VALUE

11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)

ISSUED SHARES  
Number of Shares Class/Series Par Value  
118

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 1 3 6 1 2 \*

File Date: 4-24-02  
Check No.: 8725  
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.  
Alice M Nichols 3/26/02  
Signature of Officer Date  
Alice M Nichols  
Print or Type Name of Officer  
President.  
Title of Officer

**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **13612** 2. Name of Corporation **UP COUNTRY Inc.**  
3. Street Address Principal Business Office **9 Newman Ave.** City **Rumford** State **RI** Zip **02916**  
4. Business Phone No. **401 431 2940** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code **8**  
7. Brief Description of the Character of Business Conducted in Rhode Island  
**Manufacturing**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name <b>Alice M. Nichols</b>	Vice President Name <b>JOHN S. NICHOLS JR</b>
Street Address <b>94 Congdon ST</b>	Street Address <b>94 Congdon ST</b>
City State Zip <b>Providence RI 02906</b>	City State Zip <b>Providence RI 02906</b>
Secretary Name <b>George A Newell</b>	Treasurer Name <b>George A Newell</b>
Street Address <b>3 St. James Gardens</b>	Street Address
City State Zip <b>London England W11</b>	City State Zip

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip
Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
**8000 SHS 10.00 PAR VAL**

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES  
Number of Shares Class/Series Par Value  
**118**

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 11/31/01  
Check No.: 8128  
By: KLD

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.  
Signature of Officer: Alice M. Nichols Date: 11/30/01  
Print or Type Name of Officer: Alice M. Nichols  
Title of Officer: President.



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **13612** 2. Name of Corporation **UP COUNTRY Inc.**  
3. Street Address Principal Business Office **9 Newman Ave** City **Rumford** State **RI** Zip **02916**  
4. Business Phone No. **401 431-2940** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code

7. Brief Description of the Character of Business Conducted in Rhode Island  
**Manufacturer of pet products - collars leashes. Beds coats**

8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name <b>Alice Nichols</b>	Vice President Name <b>George A Newell</b>
Street Address <b>94 Congdon St</b>	Street Address <b>3 St James Gardens</b>
City <b>Providence RI</b>	City <b>London</b>
State <b>RI</b>	State <b>England</b>
Zip <b>02906</b>	Zip <b>W11</b>
Secretary Name <b>John S Nichols Jr</b>	Treasurer Name <b>Same</b>
Street Address <b>94 Congdon St</b>	Street Address <b>11</b>
City <b>Providence RI</b>	City <b>11</b>
State <b>RI</b>	State <b>11</b>
Zip <b>02906</b>	Zip <b>11</b>

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name <b>NONE</b>	Director Name
Street Address	Street Address
City	City
State	State
Zip	Zip
Director Name	Director Name
Street Address	Street Address
City	City
State	State
Zip	Zip

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Class/Series	Par Value
<b>8000 SHS</b>	<b>10.00 PAR VAL</b>	

11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)

ISSUED SHARES	Class/Series	Par Value
<b>118</b>	<b>Common #10.</b>	<b>par value</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



\* 1 3 6 1 2 \*

File Date: 4/24/00  
Check No.: 7668  
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Alice M Nichols 3/10/00  
Signature of Officer Date  
**Alice M Nichols**  
Print or Type Name of Officer  
**President**  
Title of Officer



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999**  
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **13612** 2. Name of Corporation **UP COUNTRY Inc.**  
3. Street Address Principal Business Office **9 Newman Ave.** City **Providence** State **RI** Zip **02916**  
4. Business Phone No. **401 431 2940** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code

7. Brief Description of the Character of Business Conducted in Rhode Island  
**MANUFACTURING**

**8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name <b>Alice M Nichols</b>	Vice President Name <b>George A. Newell</b>
Street Address <b>94 Congdon ST.</b>	Street Address <b>3 ST. JAMES GARDENS</b>
City <b>Providence</b> State <b>RI</b> Zip <b>02906</b>	City <b>London</b> State <b>ENGLAND</b> Zip <b>W11</b>
Secretary Name <b>JOHN Q. NICHOLS JR.</b>	Treasurer Name
Street Address <b>94 Congdon ST.</b>	Street Address
City <b>Providence</b> State <b>RI</b> Zip <b>02906</b>	City State Zip

**9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip
Director Name	Director Name
Street Address	Street Address
City State Zip	City State Zip

**10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)**

AUTHORIZED SHARES  
Number of Shares Class/Series Par Value  
**8000 SHS 10.00 PAR VAL**

**11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)**

ISSUED SHARES  
Number of Shares Class/Series Par Value  
**162 \$10.00**

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: March 31 99  
Check No.: 7292  
By: [Signature]  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.  
Signature of Officer Alice M. Nichols Date 3/1/99  
Print or Type Name of Officer ALICE M. NICHOLS  
Title of Officer President



**PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998**

Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **13612** 2. Name of Corporation **UP COUNTRY Inc.**  
3. Street Address Principal Business Office **9 Newman Avenue** City **Rumford** State **RI** Zip **02916**  
4. Business Phone No. **401-431-2940** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code

7. Brief Description of the Character of Business Conducted in Rhode Island  
**pet accessories**  
8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT)

President Name <b>Alice M. Nichols</b> Street Address <b>9 Newman Avenue</b> City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>	Vice President Name <b>George A. Newell</b> Street Address <b>3 St. James Gardens</b> City <b>London</b> State <b>England</b> Zip <b>W11</b>
Secretary Name <b>John S. Nichols, Jr.</b> Street Address <b>9 Newman Avenue</b> City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>	Treasurer Name <b>John S. Nichols, Jr.</b> Street Address <b>9 Newman Avenue</b> City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>

9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT)

Director Name <b>Alice M. Nichols</b> Street Address <b>9 Newman Avenue</b> City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>	Director Name <b>John S. Nichols</b> Street Address <b>9 Newman Avenue</b> City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>
Director Name <b>R.W. Richins</b> Street Address <b>9 Newman Avenue</b> City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>	Director Name <b>George A. Newell</b> Street Address <b>3 St. James Gardens</b> City <b>London</b> State <b>England</b> Zip <b>W11</b>

10. SHARES AUTHORIZED (\*X\* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	Number of Shares	Class/Series	Par Value
	<b>8000 SHS</b>	<b>10.00 PAR VAL</b>	

11. SHARES ISSUED (\*X\* BOX FOR ATTACHMENT)

ISSUED SHARES	Number of Shares	Class/Series	Par Value
	<b>118 Common</b>	<b>\$10.00 Par Value</b>	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 5/4/98  
Check No.: 6974  
By: KID

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Alice M. Nichols 5/1/98  
Signature of Officer Date  
Alice M. Nichols  
Print or Type Name of Officer  
President  
Title of Officer



# PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **13612** 2. Name of Corporation **UP COUNTRY Inc.**  
3. Street Address Principal Business Office **9 Newman Avenue** City **Rumford** State **RI** Zip **02916**  
4. Business Phone No. **401-431-2940** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code **5130**

7. Brief Description of the Character of Business Conducted in Rhode Island  
**pet accessories**

## 8. NAMES AND ADDRESSES OF THE OFFICERS (\*X\* BOX FOR ATTACHMENT)

President Name <b>Alice M. Nichols</b>	Vice President Name <b>George A. Newell</b>
Street Address <b>9 Newman Avenue</b>	Street Address <b>3 St. James Gardens</b>
City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>	City <b>London</b> State <b>England</b> Zip <b>W11</b>
Secretary Name <b>John S. Nichols, Jr.</b>	Treasurer Name <b>John S. Nichols, Jr.</b>
Street Address <b>9 Newman Avenue</b>	Street Address <b>9 Newman Avenue</b>
City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>	City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>

## 9. NAMES AND ADDRESSES OF THE DIRECTORS (\*X\* BOX FOR ATTACHMENT)

Director Name <b>Alice M. Nichols</b>	Director Name <b>John S. Nichols</b>
Street Address <b>9 Newman Avenue</b>	Street Address <b>9 Newman Avenue</b>
City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>	City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>
Director Name <b>R.W. Richins</b>	Director Name <b>George A. Newell</b>
Street Address <b>9 Newman Avenue</b>	Street Address <b>3 St. James Gardens</b>
City <b>Rumford</b> State <b>RI</b> Zip <b>02916</b>	City <b>London</b> State <b>England</b> Zip <b>W11</b>

## 10. SHARES AUTHORIZED AND ISSUED (\*X\* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	ISSUED SHARES
Number of Shares	Number of Shares
Class/Series	Class/Series
Par Value	Par Value
<b>8000 SHS 10.00 PAR VAL</b>	<b>118 Common \$10.00 Par Value</b>

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 2-13-97  
Check No.: 6447  
By: ICP / SEC  
FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: Alice M. Nichols Date: 2/11/97  
Print or Type Name of Officer: ALICE M. NICHOLS  
Title of Officer: President.

# PROFIT CORPORATION ANNUAL REPORT

## 1996



State of Rhode Island and Providence Plantations  
James R. Langevin, Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1  
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO 13612		2. NAME OF CORPORATION UP COUNTRY Inc.	
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE 9 Newman Avenue		CITY Rumford	STATE RI
		ZIP CODE 02916	
4. BUSINESS PHONE NO 401-431-2940		5. STATE OF INCORPORATION RHODE ISLAND	
		6. SIC CODE 5130	
7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND pet accessories			

8. NAMES AND ADDRESSES OF THE OFFICERS					
PRESIDENT NAME Alice M. Nichols			VICE PRESIDENT NAME George A. Newell		
STREET ADDRESS 9 Newman Avenue			STREET ADDRESS 3 St. James Gardens		
CITY Rumford	STATE RI	ZIP CODE 02916	CITY London	STATE England	ZIP CODE W11
SECRETARY NAME John S. Nichols, Jr.			TREASURER NAME John S. Nichols, Jr.		
STREET ADDRESS 9 Newman Avenue			STREET ADDRESS 9 Newman Avenue		
CITY Rumford	STATE RI	ZIP CODE 02916	CITY Rumford	STATE RI	ZIP CODE 02916

9. NAMES AND ADDRESSES OF THE DIRECTORS					
DIRECTOR NAME Alice M. Nichols			DIRECTOR NAME John S. Nichols, Jr.		
STREET ADDRESS 9 Newman Avenue			STREET ADDRESS 9 Newman Avenue		
CITY Rumford	STATE RI	ZIP CODE 02916	CITY Rumford	STATE RI	ZIP CODE 02916
DIRECTOR NAME R.W. Richins			DIRECTOR NAME George A. Newell		
STREET ADDRESS 9 Newman Avenue			STREET ADDRESS 3 St. James Gardens		
CITY Rumford	STATE RI	ZIP CODE 02916	CITY London	STATE England	ZIP CODE W11

10. SHARES AUTHORIZED AND ISSUED					
AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
8000 SHS	10.00 PAR VAL		1118	Common	\$10 Par Val

This report must be **SIGNED IN INK** by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date:

3-8-96

Check No:

6053

By:

UP-FLP

Signature of Officer

*Alice M. Nichols*

Print or Type Name of Officer

ALICE M. NICHOLS

Title of Officer

President

Date

For Secretary of State Use Only

State of Rhode Island and Providence Plantations  
 Office of the Secretary of State  
 100 North Main Street  
 Providence, RI 02903-1335  
 401-277-3040

**ANNUAL REPORT**  
 Please Type or Print  
 File Annually-Jan. 1 - March 1  
 Filing Fee \$50.00  
 Make Checks Payable to: Secretary of State

**ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.**

Corporate ID: 13612

Annual Report for the year: 1995

Name of Corporation: UP COUNTRY, INC.

Business entity organized under the laws of the State of: RI

Business Entity is (check one):

Business Corporation (See RIGL Chapter 7-1.1)

Professional Service Corporation (See RIGL Chapter 7-5.1)

For Foreign entity, address and telephone number of principal office: N/A

Phone: N/A

Brief statement of the character of business conducted in Rhode Island:

Address and telephone of the principal office of business entity in Rhode Island (Provide street address-Not P.O. Box):

9 Newman Avenue, Rumford, RI 02916

Phone: 401-431-2940

pet accessories

**THE NAMES OF THE OFFICERS ARE:**

President	Street Address	City/State	Zip Code
Alice M. Nicholas,	9 Newman Avenue, Rumford, RI 02916		
Vice President	Street Address	City/State	Zip Code
George A. Newell,	3 St. James Gardens, London W11, England		
Secretary	Street Address	City/State	Zip Code
John S. Nichols, Jr.,	9 Newman Avenue, Rumford, RI 02916		
Treasurer	Street Address	City/State	Zip Code
John S. Nichols, Jr.,	9 Newman Avenue, Rumford, RI 02916		

**THE NAMES OF THE DIRECTORS ARE:**

Name	Street Address	City/State	Zip Code
Alice M. Nichols,	9 Newman Avenue, Rumford, RI 02916		
Name	Street Address	City/State	Zip Code
John S. Nichols, Jr.,	9 Newman Avenue, Rumford, RI 02916		
R. W. Richins,	8 Newman Avenue, Rumford, RI 02916		
Name	Street Address	City/State	Zip Code
George A. Newell,	3 St. James Gardens, London W11 England		

NUMBER OF SHARES AUTHORIZED (Rider may be attached)		NUMBER OF SHARES OUTSTANDING (Rider may be attached)	
Number of Shares	Class/Series	Number of Shares	Class/Series
8,000	Common/\$10.00 Par Value	118	Common/\$10.00 Par Value

Date 6/7/95

By: ALICE M NICHOLS

Form 31 1/95

*5789*  
 AUG 26 1995

PRINT OR TYPE NAME OF OFFICER SIGNING

Alice M Nichols  
 TITLE OF OFFICER SIGNING

**DESIGNATED/REGISTERED AGENT FOR SERVICE OF PROCESS:**

PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.  
 Richard W. Zacks, 123 Dyer Street, Providence, RI 02903

Corporate ID: 0013612 Annual Report for the year: 1994

Name of Business Entity: UP COUNTRY INC.

Business entity organized under the laws of the State of: RI

Federal Taxpayer Identification Number

Foreign entity, address and telephone number of principal office

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):  
Newman Avenue  
Rumford, RI 02916  
(401) 431-2940

Business Entity is (check one):

- Business Corporation (See RIGL Chapter 7-1.1)
- Professional Service Corporation (See RIGL Chapter 7-5.1)
- Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed:

Richard W. Zacks, Esq.  
123 Dyer Street  
Providence, RI 02903

Brief statement of the character of business conducted in Rhode Island:  
pet accessories

Date of Organization: 12/30/83

Date of Qualification to do business in Rhode Island (if foreign entity)

THE NAMES OF THE OFFICERS ARE:

OFFICE	NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
CHIEF EXECUTIVE OFFICER OR <input checked="" type="checkbox"/> PRESIDENT (SEE RIGL 7-1.1)	Alice M. Nichols	9 Newman Avenue	Rumford, RI	02916
CHIEF OPERATING OFFICER OR <input checked="" type="checkbox"/> VICE PRESIDENT (SEE RIGL 7-1.1)	W. Richins	9 Newman Avenue	Rumford, RI	02916
CLERK OR SECRETARY (SEE RIGL 7-1.1)	Annie Olchowski	9 Newman Avenue	Rumford, RI	02916
CHIEF FINANCIAL OFFICER OR <input checked="" type="checkbox"/> TREASURER (SEE RIGL 7-1.1)	John S. Nichols, Jr.	9 Newman Avenue	Rumford, RI	02916

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
Alice M. Nichols	9 Newman Avenue	Rumford, RI	02916
John S. Nichols, Jr.	9 Newman Avenue	Rumford, RI	02916
W. Richins	9 Newman Avenue	Rumford, RI	02916
Annie Olchowski	9 Newman Avenue	Rumford, RI	02916

NUMBER OF SHARES AUTHORIZED (If Applicable)		NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)	
NUMBER	8,000	NUMBER	190
CLASS	Common	CLASS	Common
SERIES		SERIES	
PAR VALUE OR WITHOUT PAR	\$10.00	PAR VALUE OR WITHOUT PAR	\$10.00

2/16 1994

FILED

FEB 17 1994

By gob Check # 4743

By: Alice M Nichols

Alice M. Nichols

PRINT OR TYPE NAME OF OFFICER'S SIGNING

President

TITLE OF OFFICER'S SIGNING

DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC 3 must be filed.

RICHARD W. ZACKS  
123 DYER STREET  
PROVIDENCE RI 02903

DIB-4151

Filing Fee \$50.00

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

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....0013612..... Annual Report for the year.....1993.....

FIRST: The name of the corporation is.....Up Country, Inc. ....

SECOND: It is incorporated under the laws of.....Rhode Island.....

THIRD: Character of business, briefly stated, is.....pet accessories.....

FOURTH: If foreign corporation, address of its principal office.....

FIFTH: Business address in Rhode Island.....c/o Winograd, Shine & Zacks, P.C.  
123 Dyer Street, Providence, Rhode Island 02903.....

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Alice M. Nichols	Director	9 Newman Avenue, Rumford, RI 02916
John S. Nichols, Jr.	Director	9 Newman Avenue, Rumford, RI 02916
R.W. Richins	Director	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Director	9 Newman Avenue, Rumford, RI 02916
Alice M. Nichols	President	9 Newman Avenue, Rumford, RI 02916
R.W. Richins	Vice President	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Secretary	9 Newman Avenue, Rumford, RI 02916
John S. Nichols, Jr.	Treasurer	9 Newman Avenue, Rumford, RI 02916

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8,000	Common		\$10.00

PAID  
MAR 25 1993

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
190	Common		\$10.00

SECRETARY OF STATE

Dated.....19 93..... Up Country, Inc.

(Name of Corporation)

By Alice M Nichols

Title President

(Report must be signed by an officer)

Filing Fee \$50.00

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

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0013612 Annual Report for the year 1989

FIRST: The name of the corporation is UP COUNTRY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is pet accessories

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island c/o Winograd, Shine & Zacks, P.C., 123  
Dyer Street, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Alice M. Nichols	Director	94 Congdon Street, Providence, RI 02906
John S. Nichols, Jr.	Director	9 Newman Avenue, Rumford, RI 02916
R.W. Richins	Director	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Director	9 Newman Avenue, Rumford, RI 02916
Alice M. Nichols	President	94 Congdon Street, Providence, RI 02906
R.W. Richins	Vice President	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Secretary	9 Newman Avenue, Rumford, RI 02916
John S. Nichols, Jr.	Treasurer	9 Newman Avenue, Rumford, RI 02916

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8,000	common		\$10.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
190	common		\$10.00

Record & Filed DEC 29 1992

AMT#29  
4000

Dated 12/29 19 92 Up Country, Inc.  
(Name of Corporation)

By Alice M Nichols

Title PRES.

(Report must be signed by an officer)

Filing Fee \$50.00

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

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0013612 Annual Report for the year 1990

FIRST: The name of the corporation is UP COUNTRY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is pet accessories

FOURTH: If foreign corporation, address of its principal office.....

FIFTH: Business address in Rhode Island c/o Winograd, Shine & Zacks, P.C., 123 Dyer Street,  
Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Alice M. Nichols	Director	94 Congdon Street, Providence, RI 02906
John S. Nichols, Jr.	Director	9 Newman Avenue, Rumford, RI 02916
R.W. Richins	Director	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Director	9 Newman Avenue, Rumford, RI 02916
Alice M. Nichols	President	94 Congdon Street, Providence, RI 02906
R.W. Richins	Vice President	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Secretary	9 Newman Avenue, Rumford, RI 02916
John S. Nichols, Jr.	Treasurer	9 Newman Avenue, Rumford, RI 02916

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8,000	common		\$10.00

VOID & ALIEN DEC 29 1992

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
190	common		\$10.00

AMTH 29  
4000

Dated 12/29/1992 Up Country, Inc.  
(Name of Corporation)

By Alice M Nichols  
Title Pres

(Report must be signed by an officer)

Filing Fee \$50.00

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

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0013612 Annual Report for the year 1991

FIRST: The name of the corporation is UP COUNTRY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is pet accessories

FOURTH: If foreign corporation, address of its principal office.....

FIFTH: Business address in Rhode Island c/o Winograd, Shine & Zacks, P.C., 123 Dyer Street,  
Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Alice M. Nichols	Director	94 Congdon Street, Providence, RI 02906
John S. Nichols, Jr.	Director	9 Newman Avenue, Rumford, RI 02916
R.W. Richins	Director	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Director	9 Newman Avenue, Rumford, RI 02916
Alice M. Nichols	President	94 Congdon Street, Providence, RI 02906
R.W. Richins	Vice President	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Secretary	9 Newman Avenue, Rumford, RI 02916
John S. Nichols, Jr.	Treasurer	9 Newman Avenue, Rumford, RI 02916

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8,000	common		\$10.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
190	common		\$10.00

Rec'd & Filed DEC 29 1992  
AMT# 29  
4000

Dated 12/29 19 92

Up Country, Inc.  
(Name of Corporation)

By Alice M. Nichols

Title Pres.

(Report must be signed by an officer)

Filing Fee \$50.00

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

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0013612 Annual Report for the year 1992

FIRST: The name of the corporation is UP COUNTRY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is pet accessories

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island c/o Winograd, Shine & Zacks, P.C., 123 Dyer Street,  
Providence, RI 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Alice M. Nichols	Director	94 Congdon Street, Providence, RI 02906
John S. Nichols, Jr.	Director	9 Newman Avenue, Rumford, RI 02916
R.W. Richins	Director	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Director	9 Newman Avenue, Rumford, RI 02916
Alice M. Nichols	President	94 Congdon Street, Providence, RI 02906
R.W. Richins	Vice President	9 Newman Avenue, Rumford, RI 02916
Bonnie Olchowski	Secretary	9 Newman Avenue, Rumford, RI 02916
John S. Nichols, Jr.	Treasurer	9 Newman Avenue, Rumford, RI 02916

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8,000	common		\$10.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
190	common		\$10.00

Rec'd & Filed DEC 29 1992

AMT#29  
4000

Dated 12/29 1992

Up Country, Inc.

(Name of Corporation)

By Alice M. Nichols

Title Pres.

(Report must be signed by an officer)

Filing Fee \$15.00

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

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

13612

1988

Corporate ID..... Annual Report for the year.....  
UP COUNTRY Inc.

FIRST: The name of the corporation is.....

Rhode Island

SECOND: It is incorporated under the laws of.....

THIRD: Character of business, briefly stated, is..... Pet Accessories

FOURTH: If foreign corporation, address of its principal office.....

FIFTH: Business address in Rhode Island..... 94 Congdon St., Providence, RI 02906

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Alice M. Nichols	Director	94 Congdon St., Providence, RI 02906
John S. Nichols jr.	Director	94 Congdon St., Providence, RI 02906
Bonnie M. Olchowski	Director	43 Oriole Ave., Providence, RI 02906
Alice M. Nichols	President	94 Congdon St., Prov., RI 02906
Bonnie M. Olchowski	Vice President	43 Oriole Ave., Prov., RI 02906
John S. Nichols jr.	Secretary	94 Congdon St., Prov., RI 02906
John S. Nichols jr.	Treasurer	same as above.

SEVENTH: Number of Shares authorized: 8000

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8000			10.

**PAID**

APR 27 1988

SECY OF STATE

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
162			10.

Dated..... 4/25/88..... 19 88

Up Country, Inc.  
(Name of Corporation)

By..... Alice M. Nichols

Title..... President

(Report must be signed by an officer)

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 for the year 1984

FIRST: The name of the corporation is Up Country, Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Manufacture and  
Distribution of Pet Accessories

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island

43 Oriole Ave., Providence, R.I. 02906

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
Bonnie M. Olchowski	Director	43 Oriole Ave., Prov., R.I. 02906
Alice M. Nichols	Director	94 Congdon St., Prov. R.I. 02906
Alice M. Nichols	Director	
Alice M. Nichols	President	94 Congdon St., Prov., RI 02906
Bonnie M. Olchowski	Vice President	43 Oriole Ave., Prov., RI 02906
Bonnie M. Olchowski	Secretary	" " " " " "
Alice M. Nichols	Treasurer	94 Congdon St., Prov., RI 02906

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8,000	c		\$10.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
0	-	-	-

Dated: February 23 1984

JUL 12 1984  
*[Signature]*

288  
759  
116  
1081

Up Country, Inc.

(Name of Corporation)

Alice M. Nichols

President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent, Form #9 must be filed. Please contact Corporation Division for information. 277-3040

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 13612 Annual Report for the year 1987

FIRST: The name of the corporation is UP COUNTRY Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Pet Supolies

FOURTH: If foreign corporation, address of its principal office no

FIFTH: Business address in Rhode Island 94 Congdon St.  
Providence, RI 02906

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Alice M. Nichols	Director	94 Congdon St., Providence, RI 02906
Bonnie M. Olchowski	Director	43 Oriole Ave., Providence, RI 02906
John S. Nichols Jr.	Director	94 Congdon St., Providence, RI 02906
Alice M. Nichols	President	94 Congdon St., Providence, RI 02906
Bonnie M. Olchowski	Vice President	43 Oriole Ave., Prov. RI 02906
Bonnie M. Olchowski	Secretary	43 Oriole Ave., Prov., RI 02906
Alice M. Nichols	Treasurer	94 Congdon St., Prov., RI 02906

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8000			none

EIGHTH: Number of Shares issued: 8000

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8000			none

Dated 6/22/87 19 87

Up Country, Inc.

(Name of Corporation)

By Alice M. Nichols

Title President

(Report must be signed by an officer)

Filing Fee \$15.00

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

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 13612 Annual Report for the year 1986

FIRST: The name of the corporation is Up Country Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Pet Supplies

FOURTH: If foreign corporation, address of its principal office no

FIFTH: Business address in Rhode Island 94 Congdon St., Providence, RI 02906

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
Alice M. Nichols	Director	94 Congdon St., Prov., RI 02906
Bonnie M. Olchowski	Director	43 Oriole Ave., Prov., RI 02906
John S. Nichols Jr.	Director	94 Congdon St., Prov., RI 02906
Robert W. Richins	Director	19 Bay St., Watch Hill, RI 02891
Alice M. Nichols	President	94 Congdon St., Prov., RI 02906
Bonnie M. Olchowski	Vice President	43 Oriole Ave., Prov., RI 02906
Bonnie M. Olchowski	Secretary	" " " " " "
Alice M. Nichols	Treasurer	94 Congdon St., Prov., RI 02906

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8000			none

EIGHTH: Number of Shares issued: 8000

No. of Shares	Class	Series	Par Value or statement that shares are without par value
8000			none

Dated 8/12/86 19 86 Up Country Inc.  
(Name of Corporation)

**AUG 25 1986**

By Alice M. Nichols

Title President

(Report must be signed by an officer)

Filing Fee \$15.00

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

# State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION  
270 WESTMINSTER MALL  
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 13612 Annual Report for the year 1985

FIRST: The name of the corporation is UP COUNTRY Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is manufacture and distribution of pet accessories

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island 94 Congdon St., Providence, RI 02906

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
<u>Alice M. Nichols</u>	Director	<u>94 Congdon St., Providence RI 02906</u>
<u>Bonnie M. Olchowski</u>	Director	<u>43 Oriole Ave., Providence RI 02906</u>
<u>Alice M. Nichols</u>	President	
<u>Bonnie M. Olchowski</u>	Vice President	
<u>Bonnie M. Olchowski</u>	Secretary	
<u>Alice M. Nichols</u>	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>8,000</u>			<u>10. - per.</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value

Dated 6/18

07/18/85 PAID 15.00  
0844001 ENK

UP Country Inc.  
(Name of Corporation)

By Alice M. Nichols  
Title President

(Report must be signed by an officer)