

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS Office of the Secretary of State

Matthew A. Brown, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January	1 - March 1 •	Filing Fee: \$50.00					
FORM MUST BE TYPED I							
1. Corporate ID No.	2. Name of Cor						
22617	!	OLMES, INC.					
3. Street Address Principal B			City	State	Zip		
	ttn: General	Counsel's Office		NY	10003-		
4. Business Phone No.		5. State of Incorporati	on		6. SIC Code		
2122092500		DELAWARE			3939		
7. Brief Description of the C SELLING OF RETAIL		Conducted in Rhode Island					
8. NAMES AND ADDR	ESSES OF THE O	FFICERS ("X" BOX FOR A	TTACHMENT) FILL IN S	PACES BEFORE USING	ATTACHMENTS		
President Name			Vice President Name	-			
Jeff Pfeifle		······································	None				
Street Address			Street Address				
770 Broadway			· · · · · · · · · · · · · · · · · · ·				
City Nov. York	State	Zip	City	State	Zip		
New York Secretary Name	NY	10003	Treasurer Name	i	l		
Arlene Hong			•				
		····	Nick Lamberti				
Street Address 770 Broadway			Street Address				
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New York	State NY] <i>Zip</i>	·City *New York	State NY	Zip		
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Nick Lamberti			* Director Name * None				
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*22617 FBC 02/28/	/05 03 ₹ (51 PM	•	and that all statem	ents contained herein are	true and correct.		
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	7,=, - 1		Arlene Ho				
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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS Office of the Secretary of State

Edward S. Inman, III, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1		ng Fee: \$50.00			
FORM MUST BE TYPED IN					
I. Corporate ID No. 1990	2. Name of Corporati	on			
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3. Street Address Principal Busin	ness Office		City	State	Zip
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4. Business Phone No.		5. State of Incorporation	0/1		6. SIC Code
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		ng of retail			
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Secretary Name	1		Treasurer Name	, , , , , , , , , , , , , , , , , , , ,	
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Director Name	. 1.77	/ 000	2007 6740	···	10003
C.	13 /10		Director Name	Charle	
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			Under negative of perio	ury, I declare and affirm t	that I have examined
			this report, including	any accompanying sched	inles and statements
		\neg	and that all statements	s contained herein are tru	e and correct
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FOR SECRETARY OF STAT	E USE ONLY	2 1 1 1 1 1 1 1 1 1 1 1	Secretary		
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*Directors

Richard W. Boyce Jonathan Coslet James G. Coulter Millard S. Drexler Steve Grand-Jean

Thomas W. Scott Stuart Sloan Josh S. Weston Emlly Woods

* Officers

Millard S. Drexier - Chairman and Chief Executive Officer

Jeffrey Pfeifle - President

Scott Gilbertson - Chief Operating Officer

Roxane Al-Fayez - Executive Vice President, Catalog & e-Commerce

Kathy Boyer - Executive Vice President, MerchandisIng Michael Dadario - Executive Vice President, Stores

*Address for all Directors and Officers: c/o J.Crew, 770 Broadway
New York, NY 10003



Edward S. Inman, III. Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401.222.3040

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

(FORM MUST BE TYPED IN E		_			-
1. Corporate ID No.	2. Name of Corpora	tion			
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Street Address Principal Busin 770 Broadway	ess Office		City	State	Zip
. Business Phone No.		5. State of Incorpora	New York	NY	10003
212-209-2500		Delaware			6. SIC Code
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Emily Li	loads		Director Name		
770 B	soadwa	\ \	Street Address		
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ity	State	Zip	City	State	Zip
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us report must be signe	d in ink by either	the President, Vice	President, Secretary, Assist	tant Secretary, Treasur	er, Receiver or Tru
			Under penalty of perj	ury, I declare and affirm th	at I have examined
And the second of the second	e germinalista segue de la segue.	<u></u>	ans report nicitioning.	any accompanying schedu	les and statements
			and that all statements	s contained herein are true	and correct.
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Directors and Officers of the Company

Name	Title	*Address
Millard S. Drexler	CEO, Chairman of the Board and Director	
Jeffrey A. Pfeifle	President	
Nicholas Lamberti	Vice President, Corporate Controller	
Richard W. Boyce	Director	
Jonathan J. Coslet	Director	
James G. Coulter	Director	
Steven Grand-Jean	Director	
Thomas W. Scott	Director	
Stuart Sloan	Director	
Josh S. Weston	Director	
Emily Woods	Director	

^{*}Address for all Directors and Officers: c/o J. Crew, 770 Broadway, New York, NY 10003



Edward S. Inman, III. Secretary of State Corporations Division 100 North Main Street, Providence. RI 02903-1335 401.222.3040

Form 630 12/01

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. 2. Name of Corporation Grace Holmes, Inc 3. Street Address Principal Business Office State 770 Broadway New York 1.0.0.0.3 4. Business Phone No. 5. State of Incorporation 6. SIC Code 212-209-2500 Delaware 3939 7. Brief Description of the Character of Business Conducted in Rhode Island Selling of Retail Apparel 8. NAMES AND ADDRESSES OF THE OFFICERS CX" BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS Vice President Name Jel Street nuuress Street Address Broadwau City State 10003 Secretary Nam Treasurer Name Street Address Street Address City State Zip City Zip 9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENTY | FULL IN SPACES BEFORE USING ATTACHMENTS Director Name Director Nat milu Woods Street Address Street Address City State Zip Z.J. 1. 10003 Director Name Street Address Street Address City State Zip State 10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) AUTHORIZED SHARES ISSUED SHARES Number of Shares Par Value Class/Series Number of Shares Class/Series Par Value 250 common \$0 20 common \$0 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 ساساسالان this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct. DEC 3 0 2003 File Date Sh 7] Signature of Officer Check No. Arlene S. Hong
Print or Type Name of Officer Secretary FOR SECRETARY OF STATE USE ONLY BENEU Title of Officer

* directors and executive officers of the registrant

The following table sets forth the name, age and position of individuals who are serving as directors and executive officers of Holdings as of April 1, 2003. Each director of Holdings will hold office until the next annual meeting of shareholders or until his or her successor has been elected and qualified. Officers are elected by the Board of Directors and serve at the discretion of the Board.

Name Millard S. Drexler Jeffrey A. Pfeifle Kathy Boyer Michael Dadario Scott M. Rosen Scott Gilbertson Scott D. Hyatt Nicholas Lamberti	Age 58 44 54 44 44 34 45 60	Position Chief Executive Officer, Chairman of the Board and Director President Executive Vice President, Merchandising Executive Vice President, Stores Executive Vice President, Chief Financial Officer Chief Operating Officer Senior Vice President, Manufacturing Vice President, Corporate Controller
Richard W. Boyce Jonathan J. Coslet James G. Coulter Steven Grand-Jean Thomas W. Scott Josh S. Weston Emily Woods	48 38 43 60 37 74 41	Director Director Director Director Director Director Director Director

^{*}Address for all Directors and Officers: Jo J. Crew, 770 Broadway, New York, NY 10003.



Edward S. Inman, III, Secretary of State Corporations Division
100 North Main Struct, Providence, RI 02903-1335 401.222.3040

Form 630 12/01

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001

=	ry 1 - March 1 Fili	ng Fee: \$50.00			
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1. Corporate ID No.	2. Name of Corporate		W_ 1 .		
3. Street Address Principal	Rusiness Office	Grace	Holmes, Inc.	State	19.
770 Broadwa	A V		1		Zip
4. Business Phone No.	<u>1</u>	5. State of Incorpora	New York	NY	1,0003
212-209-250	กก	, ,			6. SIC Code
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		:]	and that all statement	is contained herein are true	lies and statements,
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Check No.			Arlene S.	/ \	
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By	-11 150 F	<u>in</u> to all 1340	Secretary	••	
FOR SECRETARY OF S	STATE USE ONLY	-da/da038-	Title of Officer		
			····· 19 Ojjicei		Form 630 12

* DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT

The following table sets forth the name, age and position of individuals who are serving as directors of Holdings and executive officers of Holdings and Operating Corp. Each Director of Holdings will hold office until the next annual meeting of shareholders or until his or her successor has been elected and qualified. Officers are elected by the respective Boards of Directors and serve at the discretion of such Board.

<table></table>		
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Name	yde	Position
<\$> -	<c></c>	<c></c>
Emily Woods	40	Director, Chairman of the Board
Hark A. Sarvary	42	Director, Chief Executive Officer
David Bonderman	59	Director
Richard W. Boyce	47	Director
Gregory D. Brenneman	40	Director
John W. Burden, III	65	Director
Basha Cohen	41	Sanior Vice President, Womens Product Development
James G. Coulter	42	Director
Donald Fleming	54	Executive Vice President, Stores
Scott Formby	40	Executive Vice President, Design
Blair Gordon	39	Executive Vice President, Creative Director
Arlana S. Hong	33	Senior Vice President, General Counsel and
		Corporate Secretary
Scott D. Hyatt	44	Senior Vice President, Manufacturing
Walter Killough	47	Chief Operating Officer
David F. Kozel	46	Executive Vice President, Human Resources
Nicholas Lamberti	59	Vice President, Corporate Controller
Scott M. Rosen	43	Executive Vice President, Chief Financial Officer
Michael J. Scandiffio	53	Executive Vice President, Mens
David M. Schwarz	51	Director
Thomas W. Scott	36	Director
Carol Sharpe	47	Executive Vice President, Womens
Brian T. Swette	48	Director
Josh S. Weston	73	Director

 | |^{*}Address for all Directors and Officers: c/o J. Crew, 770 Broadway, New York, NY 10003.



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS Office of the Secretary of State

Edward S. Inman, III, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000 Filing Period: January 1 - March 1 • Filing Fee: \$50,00

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I. Corporate ID No.	2. Name of Corporati				
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3. Street Address Principal 770 Broadwa			New York	State NY	Zip
4. Business Phone No.		5. State of Incorporat	non	NI.	10003 6. SIC Code
212-209-250	00	Delaware			
7. Brief Description of the	Character of Business Conduc	ted in Rhode Island	•		3939
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	an caring.		Under penalty of pe	rjury, I declare and affirm t	hat I have examined
	1 1 Land		this report, including	g any accompanying schedu	ules and statements.
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File DateNE(3 0 2003			. 1 1	11/12/03
and the first section is			Signature of Officer		11 11 6
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FOR SECRETARY OF S	STATE USE ONLY	11 13 40 46442	-		<u> </u>
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* DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT

The following table sets forth the name, age and position of individuals who are serving as directors of Holdings and executive officers of Holdings and Operating Corp. Each Director of Holdings will hold office until the next annual meeting of shareholders or until his or her successor has been elected and qualified. Officers are elected by the respective Boards of Directors and serve at the discretion of such Board.
(TABLE)
(CAPTION)

Name	Age	Position
••••		
(\$)	(C)	(C)
Emily Woods	39	Director, Chairman of the Board Director, Chief Executive Officer
Mark A. Sarvary		Director
Charlotte L. Beers		-
David Bonderman	58	Director
Richard W. Boyce	46	Director
Gregory D. Brenneman	39	Director
John W. Burden, III	64	Director
James G. Coulter	41	Director
Barbara K. Eisenberg		Senior Vice President, General Counsel and Corporate Secretary
Scott Formby	39	Executive Vice President, Design
Scott D. Hyatt	43	Senior Vice President, Manufacturing
Walter Killough	46	Chief Operating Officer
David F. Kozel	45	Senior Vice President, Ruman Resources
Nicholas Lamberti	58	Vice President, Corporate Controller
Scott M. Rosen	42	Executive Vice President, Chief Financial Officer
Carol Sharpe	46	Executive Vice President, Merchandising - Brand
Trudy Sullivan	51	President
Brian T. Swette	47	Director
Josh S. Weston	72	Director
102H 3. MEDIUM		

^{*}Address for all Directors and Officers: c/o J. Crew, 770 Broadway, New York, NY 10003.



James R. Langevin, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401-222-3040

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

STOP FILEASE READ INSTRUCTIONS

2. Name of Corpora	ntlon —	·	·	
GRACE HO	LMES, INC.			
		City	State	Zip
lace		Garfield	ΝJ	07026
•	5. State of Incorporation	n		6. SIC Code
63	DELAWARE			5300
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ESSES OF THE OFF	ICERS ("X" BOX FOR ATT	ACHMENT) FILL IN SPACES BEI	FORE USING ATTACH	IMENTS
		. Nicholas Lamberti		•
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+i		Scott Rosen		
		Street Address	· ·	 -
Auc		770 Broadway		
State	Zip	City	State	Zip
NY	10003	· NY	NΥ	10003
ESSES OF THE DIR	ECTORS (*x* box for a	TTACHMENT) FILL IN SPACES B Director Name	EFORE USING ATTA	CHMENTS
		Street Address	•	-
Ave				
State	Zip	City	State	Zip
M	10003			•
nber ti	• • • • • • • • • • • • •	Director Name	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
•		Street Address	~ ·	
Ave		•		
State	Zip	Clly	State	Zip
NY	10003			·
ZED ("X" BOX FOR ATT	ACHMENT)	11. SHARES ISSUED (*X* 1	BOX FOR ATTACHMENT)	
		Number of Shares	Class/Series	Par Value
Class/Series	Par Value	t :	• -	-
	ness Office Place	State of Incorporation DELAWARE DE	The state of the Director Name State of Business Conducted in Rhode Island F apparel RESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) State of the Director Name Nuchalas Lamber H Street Address 770 Broadway City Ny 1000 3 RESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) • FILL IN SPACES B Director Name Street Address Ave State of Incorporation Nuchalas President Name Street Address Director Name Street Address Director Name Street Address Ave State of Incorporation City My 1000 3 Director Name Street Address Ave State of Incorporation State of Incorporation Director Name Street Address City My 1000 3	The state of the director of the director of the director name State of the director name State of the officers ('x' box for attachment) Fill in spaces before using attach vice President Name Nicholas Lamber H Street Address 12

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.

hicholan	Saulet.	1/11/99
Signature of Officer		Date

Nicholas Lamber Hi Frint or Type Name of Officer

VP-Cortroller Trie of Officer



James R. Langevin, Secretary of Stute Corporations Division 100 North Main Street, Providence, RI 02903-1335 401-277-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1998 Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLAC	(x)	v			
1. Corporate ID No.	2. Name of Corporal	tion			
22617	GRACE HO	LMES, INC.			
3. Street Address Principal Business C	Office		City	State	Zip
1. Business Phone No.	Place	5. State of Incorporation	Garfield	NJ	07026 6. SIC Code
973 471- 430 7. Brief Description of the Character	D of Business Conducted in	DELAWARE n Rhode Island			5300
Revail Sales 8. NAMES AND ADDRESS	of Me	N'S and Women's	—· 11		,
President Name	20 01 1112 0111		Vice President Name		
David De Mo Street Address	attei		Street Address	mberti	
770 Broadwa	State	Zip	27 LINCOLN	Place	Zip
New York Secretary Name	MY	10003	Gurfield Treasurer Name	NJ	07026
Michael McHug			Street Address		,
22 LINCOLN 1	Place				
Garfield	State NJ	^{Zip} 070}6	City	State	Zip
9. NAMES AND ADDRESS	ES OF THE DIRE	ECTORS ("X" BOX FOR ATTA	CHMENT)		
Director Name			Director Name		
Emily Wood S			MICHAEL MCH Street Address 22 UNCOLN	lugh	
CITY Broadway	State	Zip	20 UNCOLN	Place	Zip
New York	M	70003	Gar field Director Name	NJ	07020
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED) (*x* box for atti	ACHMENT)	11. SHARES ISSUED (*.	X" BOX FOR ATTACHMENT)	
Number of Shares	Class/Serles	Par Value	Number of Shares	Class/Series	Par Value
250	COMMON	NO par	10	COMMON	no par
		•			

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

	* 2 2 6 1 7 *
File Date:	3.2.98
Glieck No.: _	81743
By:	NRY OF STATE USE ONLY



James R. Langevin, Secretary of State Corporations Division 100 North Main Street, Providence, RI 02903-1335 401-277-3040

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. **22617**

AUTHORIZED SHARES

Number of Shares

25

2. Name of Corporation

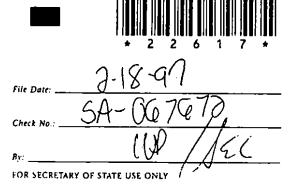
GRACE HOLMES, INC. 3. Street Address Principal Business Office City State ZIp 10011 625 Sixth Avenue New York NY 5. State of Incorporation 6. SIC Code Inactive 5300 DELAWARE 7. Brief Description of the Character of Business Conducted in Rhode Island Inactive 8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) President Name Vice President Name Arthur Cinader Nicholas Lamberti Street Address Street Address 22 Lincoln Place 22 Lincoln Place City Zip ^{Zip} 07026 State 07026 NJ Garfield Garfield ŊJ Secretary Name Treasurer Name Saul Charles Michael McHugh Street Address 22 Lincoln Place 22 Lincoln Place City State Zip State 07026 07026 Garfield ŊJ Garfield NJ 9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) Director Name Director Name Arthur Cinader Street Address Street Address 22 Lincoln Place City State Zip City State 2.1p 07026 Garfield ŊJ Director Name Director Name Saul Charles Street Address Street Address 22 Lincoln Place City State Zip City State Zip 07026 Garfield ИĴ 10. SHARES AUTHORIZED AND ISSUED ("X" BOX FOR ATTACHMENT)

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

ISSUED SHARES

Number of Shares

10



Class/Series

Common

Par Value

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.

Class/Series

Common

Par Value

Xhelil Jell 2/11/97
Signature of Officer

Uate

Nicholas Lamberti Print or Type Name of Officer

THE OF OFFICE

PROFIT CORPORATION ANSJAL 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	OO.

Ву:

For Secretary of State Use Only

* * **********************************			PRINT IN BLACK INK.		
I. CORPORATE ID 110.	2. NAME OF CORPORATION				
22617 3. stréet addréss prividipal bosines	GRACI	HOLMES, INC.			
			` 7/) \/ ı	STATE	ZIP ČOĐE
Y C L D	th_Avine	5. STATE OF ENCORPORATION	1 Cew York	City, New Yor	A SUCCODIFE
		DELAWARE		,	3300
BRIEF DESCRIPTION OF THE CHARACTE	R OF BUSINESS CONDUCTED IN RHOO	E ISLAHD			. 3300
	inactive				
RESIDENT HAME		MES AND ADOR	ESSES OF THE O	FFICERS	
ARTHUR CIN	ade/		NOE PRESIDENT NAME	Lumbe 1+ 1	
TREET ADDRESS	01				
22 Lincoln	STATE	ZIP COOE	- 22 Lin	coln state Pl.	. ZP CODE
GULFIELL	, NJ	07026	Garfield	TN	1 07026
Saul Ch	ud. S		I REASONER TOUPE	ael McHu.	
INEE I MUNICIPAL				-	_
22_Lincoly)	ZIP CODE	22_ an	Lincoln Pl	↓ ZIP COOE
Gurfield.	NJ	_ 1 07026_	· Gaifield	INJ	07026
RECTOR HAME	9. N	AMES AND AODR	ESSES OF THE D DIRECTOR NAME	IRECTORS	
Hethur Ci	<u>u u de R</u>		Saul	Challes	
INEET ADDINESS			STREET ADORESS		
22 Lincoln	Isiale NJ	2P 000E	198 2 1 1		Z₽ COOE
UTILITY IN THE PROPERTY OF THE	147	101026	UTI (T) & _I.CL	<u> </u>	07026
					•
TREET ADDRESS			STREET ADDRESS		
TY	SIATE	ZP CODE	· atv	STATE	₹ ZiP COOE
	· — · — · — · · · · · · · · · · · · · ·	<u></u>	يرسر بديجون وجود	en e	ist. Nyaétangan magananan ing kabupatèn mengangan mengangan mengangan mengangan mengangan mengangan mengangan bera
	1 D . S Authorized Shares	HARES AUTHOR	IZED AND ISSUE	D ISSUED SHARES	`
MUNBER OF SHARES	CLASS / SERIES	PAR VALUE	MUMBER OF SHARES	CLASS/SEPES	PAR VALUE
250	Common	1	· 10	: Commany	
				<u> </u>	·
· ··	· · · · · · · · · · · · · · · · · · ·	— — — — — — — — — — — — — — — — — — —			
-	·····		·		
	Th	is report must be SIG	NED IN INK by either t	he	
Pro	esident, Vice Presid	dent, Secretary, Assist	ant Secretary, Treasure	r, Receiver or Trustee	
			Under penalty report, including	of perjury, I declare and aff	irm that I have examined this lules and statements, and that
211	101		all statements	contained herein are true an	d correct.
File Date: 3/5	196	$\sim 10^{-1}$	Necho	4 tel	- ·
LA.	-0518() W	M)	Signature of Of		t :
Check No: OH	A. J		Print or Type N	ame of Officer	

Title of Officer

Office of The Secretary of State
100 North Main Street
Providence, Rhode Island 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 EN	TRIES MUST	BE COMPLETED	IN FULL OR	THE FORM WI	LL BE RETURNED.
--------	------------	--------------	------------	-------------	-----------------

0022617	1995
Corporate ID:	Annual Report for the year: INC
Name of Corporation:	
Business entity organized under the laws of the State of: Del Au	WARE Business Entity is (check one):
For foreign entity, address and telephone number of principal office	
New YORK CITY, NY	Professional Service Corporation (See RIGL Chapter 7-5.1)
-// CW YOKK C// Y_,/	
Phone: ()	Brief statement of the character of business conducted in Rhode Island:
Address and telephone of the principal office of business entity in R	Rhode INACTIVE
Island (Provide street address - Not P.O. Box):	
NONE	
Phone. ()	The second secon
PRESIDENT THE NA	AMES OF THE OFFICERS ARE:
and a note of	STREET ADDRESS CITY/STATE ZIP CODE
	STREET ADDRESS CITYSTATE ZIPCODE
NICHULAS LAMBERTI "	CITY/STATE ZIP CODE
SPURETARY ————————	STREET ADDRESS CHTY/STATE 2005
SAUL CHARLES "	Arcon;
	STREET ADDRESS CITY/STATE ZIPCODE
NAME THE NAME	MES OF THE DIRECTORS ARE:
ARTHUR CINADER 22 Lin	STREET ADDRESS CHYSTATE ZIPCODE
NAME — — — —	STRUCT CONSTRE
SAUL CHARLES 11 11	CITY/STATE ZIP CODE
NAME	STREET ADDRESS CITY/STATE ZIPCODE
· _ ·	Zii (Obe
NUMBER OF SHARES AUTHORIZED (Rider may be attached)	VIIMRED OF CHARES INCHES AND OUTSTANDING
	NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)
Number of Shares Class / Series	Number of Shares Class / Series
250 Common	10 Common
200 Commos	
——·—·—————————————————————————————————	
Date FEBRUARY 22 . 19 45	By Nicholan Jaket
	PRINT OR TYPE NAME OF OFFICER SIGNING
orm 31 1/95	TITLE OF OFFICER SIGNING
DESIGNATED REGIST	ERED AGENT FOR SERVICE OF PROCESS:
PLEASE NOTE: If the registered office and/or registered agent inc	dicated below is incorrect. Form 0 must be filed
Ç	and a meditect, form 7 must be filled.

US CORPORATION COMPANY 170 WESTMINSTER STREET PROVIDENCE RI 02903

MAR U 3 1995 EV CON 42926

F.3:np Fee \$50.00 Payable to: Secretary of State

PLEASE TYPE or PRINT

File Annually
LLC Sept. 1 - Nov. 1
CORP. Jan. 1 - March 1

State of Rhode Island and Providence Plantations Office of The Secretary of State

Ş

100 North Main Street Providence, Rhode Island 02903-1335 401-277-3940

0022617 Corporate ID:	Annual Report for	1994 r the year:	
Name of Business Entity:	GRACE HOL		
Business entity organized under the laws of the State of Dell Federal Taxpayer Identification Number For foreign entity, address and telephone number of principal of 625 Sixth Avanue New York City NY Phone: () Address and telephone of the principal office of business entity Island (Provide street address - Not P.O. Box) No Ne Phone: ()	in Rhoce J Bu Pro Lu Name, title and communication Ed	y is (check one) siness Corporation (See RIGL Chapter ofessional Service Corporation (See RIGL mited Liability Company (See RIGL 7- incline address of contact person to w is may be directed: Manage f incolated Place field, N-T 07026 to of the character of business conducted ication to do business in Rhode Island (GL Chapter 7-5.i) 16) shom
			
THE	NAMES OF THE OFFICERS A	CONSTATE	
Arthur Lindaev	27 Lincoln P1.	TOTTICIO, NO	0 1040 23 50036
Nicholas Lamberti	STREET ADOR: SS		// 7'PCODE
Soul Charles	11	u	tt.
michael P. Me Hugh	STREET ACORES?	UT Y STATE	ZIF CODE
	NAMES OF THE DIRECTORS STREET ADDRESS	ARE:	7:P CODE
Arthur Cinader_	22 Lincoln Pl.	Garfield , NJ	07076
Saul Charles	STREET ADDRESS	CHYSTAIT /	ZIP COOF
SAME	STREET ADDRESS	QTOSTATE	ZIP CODE
NUMBER OF SHARES AUTHORIZED (If Applicable)	MIMBED OF SI	 HARES ISSUED AND OUTSTANDIN	G (If Applicable)
NUMBER 7 (1)	NUMBER	1	·
L 30			
CLASS COMMON	CLASS ('C	pimmon	
SERIES	SERIES		
PAR VALUE OR No Pa/	PAR VALUE OF WITHOUT PAR	No Par	
Date February 16 . 19 94	By X Micho	la Jule	- -
,	Nicholas Lar	nberti	
	VP / Contro	GN NG	
	TITLE OF GIFLOR'S GSESS		
Form 31 1/54			
DESIGNATED REGISTER	ED OR RESIDENT AGENT FO	R 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 filled

US CORPORATION COMPANY 170 NESTMINSTER STREET PROVIDENCE RI 02903 FILED
FEB 20 1994
Sy 5A - 631164 GC

State of Rhode Island and Frovidence Plantations Corporations division 100 North Main Street PROVIDENCE, RHODE ISLAND 02903

		RHODE ISLAND 02903		199	2
rporate ID 002	2617	Annual	Report for the ye	ar///_	<u> </u>
First: The name of	of the corporation is	RACE HOL	mes Inc	ī	•••••••
SECOND: It is inco	rporated under the laws of	DEL A	WARE	······································	
THIRD: Character	of business, briefly stated, is.	RETAIL	APPAREL	SALES	······································
FOURTH: If foreign	n corporation, address of its p				
FIFTH: Business as	ddress in Rhode Island		NYC,N E		
TIFIH. DUSINESS AV	garess in renego source		*************	••••	
Sixth: Names and	d addresses of its directors an	d officers:	Address (including numb	•	r if necessary)
ARTHUR CI	NADER Director	22	LINIOUN PL		
SAUL CHARL	Es Director		// //	/(
••••••	Director	******************		**********	
	A DER President		<i>t</i> , , , , , , , , , , , , , , , , , , ,		
	BERTI Vice Presi	dent/Controller	, ,, ,,		
	CLES Secretary	-			
***************************************	•	***************************************	4		//
	Mc HUGH Treasurer	***************************************		Par Value	••••
SEVENTH: Number	er of Shares authorized:			or statement if	
No. of Shares	Class	,Serie 109 - 109		per value NO PI	4 <i>R</i>
250	COMMON	109	OCT 9 2 1002	700 17	<i>,</i> , ,
Eighth: Number	of Shares issued:	Red file for tutilities (101 2 2 1333	Par Value or statement to	hat
	Class	Serie	3	shares are with par value	
No. of Shares	COMMON			NO F	PAR
10					
Dated	10/1 1983	GRACE (Name of Commentions)	40cmE5 7	TNS	••••••
	1	D. X	Um Jo	mhet	1
			- CONTRULL	= p	
(Report must b	se signed by an officer)	Title			

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID	0022517	Annual Report for the year	1992		
FIRST: The name of	of the corporation is	GRACE HOLMES, INC.			
SECOND: It is incompared to the second secon	rporated under the laws of	Delanare.			
THIRD: Character	of business, briefly stated, is	Retail Apparel So	(e S		
FOURTH: If foreign	corporation, address of its princ	cipal office. 624 SINTH A.	ıe		
		٠٧٠, ٢٧٠			
FIFTH: Business ad	dress in Rhode Island	2002			
SIXTH: Names and	addresses of its directors and of	ficers: Address (including number, s	(Attach rider if necessary)		
ARTHUR CLMAN	2.R. Director	J. CREW GROUP, INC.			
SAUL CHAR	Mes Director	22 LINCOLN PLACE GARFIELD, NJ 07026			
	Director	ATTN: DEPT. 35			
ARTHUR CIMAR	President				
MICHULAC CAN	ペルゴリ Vice President	/controller			
SAUL CHARLE		• -	•		
MICHAEL PMC	•				
•	of Shares authorized:		Par Value		
			or statement that shares are without		
No of Shares	Class	Series	par value		
250	Common	PAID	NO PAR		
Еібнтн: Number o	of Shares issued:	MY4 v 5 1825	Par Value or statement that		
No of Shares	Class	SECY OF STATE	shares are without par value		
(0	common		NOPAR		
Dated2.~ >	19	CTEACE HOLINGS INC.	<i>j</i>		
	By	Shelial HIM-	7		
(Report must be	signed by an officer) Titl	e V.P. FINANCE, CFB			

To be filed annually between January Ist and March 1st

State of Rhode Island and Providence Plantations CORPORATIONS DIVISION 100 NORTH MAIN STREET PROVIDENCE, RHODE ISLAND 02503

Corporate ID	022617	Annual Repor	t for the year15	391
First: The name of	of the corporation is	GRACE HOLME:	E. INC	
SECOND: It is inco	rporated under the laws of	DELAWA	2 C Sin 8 S	
THIRD: Charactes	of business, briefly stated, is			***************************************
Fourth: If foreign	n corporation, address of its pr	incipal office 33	LINCOLN PLAC	e
		(સ્પ્રક)	FIRED, NJ C)7026
FIFTH: Business ac	ldress in Rhode Island			
	d addresses of its directors and		(Attac	ch rider if necessary)
Name ARTHUR CINA	·		, INC.	
SAUL CHAR	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	22 LINCOLN PLA	7026	
	Director	AITN: DEPT. 35	,	
ARTHUR CINAC	DER President	***************************************		
NICHOLAS LAMB	PRT Vice Preside	ent	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	,.,.
SAUL CHARL	10.0	HUCE-CFO	.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	***************************************
MICHAEL P. MCH	UGH Transurer		***************************************	
SEVENTH: Number	er of Shares authorized:		or sta	ar Value stement that s are without
No. of Shares	Lommon	Series	P -	or value
Еіднтн: Number	of Shares issued:		or sta	far Value atoment that are without
No. of Shares	Common	Scnes	,,	par value
20	Common			· ·
Dated 22 FeB Ru	arry 1991	(Name of Corporation)	ies, Inc.	***************************************
		By Wilwlan	- Juliat Controller	,.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
(Report must i	oe signed by an officer)	Title $V - C$	Controller	
Form 31 1785				
			tikin	

PAID
Lar 04 1991
CECY OF STATE

H. ELIOT RICE 101 DYER ST. PROVIDENCE

RI 02903

CORPORATIONS DIVISION 100 NORTH MAIN STREET PROVIDENCE, RHODE ISLAND 02903

orporate ID	722517	Annual Report for the year 1990
FIRST: The name of	of the corporation is	GRACE HOLMES. INC
SECOND: It is inco	rporated under the laws of	DELBURKE
THIRD: Character	of business, briefly stated, is	RETAIL SALES OF APPAREL
		cipal office 22 LINCOLN PL
GARFIELD, 1	15.07026	
Fifth: Business ad	dress in Rhode Island	
SIXTH: Names and	addresses of its directors and of	ficers: (Attach rider if necessary) Address (including number, street, zip code)
	Director	
	Director	
	Director	
•		COE ANT. DE THE DATRICAS WILL WILL
EMILY CINA		625 ANE. OF THE PAERICAS, N.Y. N.Y. 100
WID FEILBERG		-withouter - 22 Lincoln Pl Garfield, 15
901 CHARLES	Secretary	22 LINCOLD Ph. Gasfield N.S. 07026
	Treasurer	
SEVENTH: Number	of Shares authorized:	Par Value or statement that
No. of Shares	Class	shares are without Senes par value
250	CERMON	FAID without par
Еіднтн: Number o	of Shares issued:	Par Value
No. of Shares	Class	or statement that Series of OTATE shares are without par value
20	COMMON	without PAR
nted	3/9 19 90	GRACE HOLMES INC
	(Nar By	ne of Corporation) Level Deuler
(Report must be	signed by an officer) Title	c V/ Centroller

CORPORATIONS DIVISION 100 NORTH MAIN STREET PROVIDENCE, RHODE ISLAND 02903

Corporate ID		Α	nnual Report	for the year.	1989	IJΙ.
FIRST: The name of the corpor	ration is				······································	••••••••••••
SECOND: It is incorporated und	der the laws of	DELAN	IARE		•••••	•••••
THIRD: Character of business,	briefly stated, is	INACT	105	•••••	•••••••••	
FOURTH: If foreign corporation		rincipal offi	ce22_4_	NCOLN P	PLACE	
FIFTH: Business address in Rho		NE-	SEND	BLAUX	EVRA	15
SIXTH: Names and addresses o	f its directors and	officers:	Address (ii	ncluding number, stri		er if necessary)
	Director	*******	•••••	•••••••••••••••••••••••••••••••••••••••		••••••
	Director			•••••	•••••	•••••
	Director	•••••	•••••••			
ARTHUR LINDER				_		1.5.0702
	Vice Preside					
SAIL EMARLES	Secretary	22	rivcoln P	l perfee	IL, NI	- 07026
	Treasurer	• > • • • • • • • • • • • • • • • • • •	••••••••••	•	*************	•••••
SEVENTH: Number of Shares a	uthorized:	N	Series		Par Value or statement t shares are with par value	
Еіднтн: Number of Shares issu					Par Value or statement t	
No. of Shares 20	Class contain	N	Series	MAR PAID	shares are with par value	wit
Dated Feb. 28	((Name of Corpor	ation)	Seul	·	
(Report must be signed by an o	fficer) T	Title	VP G	Dutill	el	***************************************

CORPORATIONS DIVISION 270 WESTMINSTER MALI. PROVIDENCE. RHODE ISLAND 02903

Corporate ID 2241/	•••••••••••••••••••••••••••••••••••••••	Annual Report for	r the year
First: The name of th	e corporation is	GRACE HOMES, 1	W.C.
SECOND: It is incorpor	rated under the laws of	PELAWARE	
THIRD: Character of b	ousiness, briefly stated, is	VACTIVE	
FOURTH: If foreign co	rporation, address of its princ	cipal office	
22 21NOUN P	LACE, GARRIELD, A	V. J. 07026	
FIFTH: Business address	ss in Rhode Island		
NONE- SEND L	BLANK FORMS to -	the Above ADDR	°455
SIXTH: Names and add	dresses of its directors and of		(Attach rider if necessary) ing number, street, zip code)
A. LINADER	Director		······
5. CHARLES	Director		
	Director		
	President		
D. Feinberg	Vice President	· CONTRILER	
S- CHARLES	Secretary		
	Treasurer		
Seventh: Number of	Shares authorized:		Par Value or statement that shares are without
No. of Shares	Class 20.410 N	Series	par value
2.50	p,	AID	
EіGнтн: Number of S		l o 1988	Par Value or statement that shares are without
No. of Shares	Class Continton SEC.	Series	par value
<i>20</i>		•	NO-PAR
Dated February 26	6 19	ne of Corporation)	-len
(Report must be signe		e UP - COTROLL	e R

CORPORATIONS DIVISION 270 WESTMINSTER MALL PROVIDENCE. RHODE ISLAND 02903

orporate ID 22617	••••••	Annual Report fo	or the year1987
First: The name of the corpo	ration isGRACEH	OLMES, INC.	
SECOND: It is incorporated un	der the laws of Dela	aware	
THIRD: Character of business,	briefly stated, isIns	active	
FOURTH: If foreign corporatio	-	-	
FIFTH: Business address in Rh. None - Send blank			
SIXTH: Names and addresses of Name	of its directors and offi		(Attach rider if necessary)
A. Cinader	Director	22 Lincoln Place	e, Garfield, N.J. 07026
S. Charles		22 Lincoln Place	e, Garfield, N.J. 07026
A. Cinader		22 Lincoln Place	e, Garfield, N.J. 07026
		•••••••••••••••••	
S. Charles			ncoIn Place, Garfield, N.J. ⁰ e, Garfield, N.J. 07026
	Treasurer	•••••	
SEVENTH: Number of Shares a	uthorized:		Par Value or statement that shares are without
	Class	Series	par value
250 Comm Eighth: Number of Shares iss			No Par Par Value or statement that
No. of Shares	Class	Series (1)	shares are without par value. WAY G. O
20 Con	nmon		No Par 20 1937
ed February 28	(Name	race Holmes, Inc.	- lo . Que
(Report must be signed by an o	By.l., fficer) Title.	V.P Controller	in a second

CORPORATIONS DIVISION 270 WESTMINSTER MALL PROVIDENCE, RHODE ISLAND 02903

Corporate ID22617		Annual Report f	or the year1986
FIRST: The name o	f the corporation isGRACE.	HOLMES, INC.	
SECOND: It is incor	porated under the laws of	LAWI-IRE	
THIRD: Character of	of business, briefly stated, is	AsiL ORDER -	INACTIVE
306 South She	de St. Dover Dela	or/e	
	dress in Rhode Island PRo U		ISLAND
SIXTH: Names and	addresses of its directors and off		(Attach rider if necessary)
A CINADER	Director	22 LINGO K.M.	PL. GALFIELD, N.S. 07026
S- CHAPLES	Director	22 LINCILV PL	OBLICAD N.J. 07026
•••••••••••••••••••••••••••••••••••••••	Director	••••••	
A GINADER	President	22 LINGEN PL	AARFIELD S.J. 07020
T. AUSERAUE			L. CARFIELD N.J. 07026
			- CARFIELD 45.1026
	·	Ch LIN COLIN	a synthetic for synthetic
	Treasurer	•••••••••••••••••••••••••••••••••••••••	
SEVENTH: Number	of Shares authorized:		Par Value or statement that
No. of Shares	Class	Series	shares are without
250	COMMON	-	NO PAR
			
EIGHTH: Number of	f Shares issued:		Par Value
	. D		or statement that shares are without
No. of Shares	Class	Series	par value
20	co A Mall	~	NO PAR
Dated February		RACE HOLMES	INC
	(Name	of Corporation)	
MAR	{ 29 1986 € \ \ By \	piny	
(Report must be si	igned by an officer)	IP worthwest	0
orm 31 1/85	異場		

State of Rhode Island and Providence Plantations CORPORATIONS DIVISION 270 WESTMINSTER MALL PROVIDENCE, RHODE ISLAND 02903

Corporate ID. 22617			Annual Report for	the year1985
FIRST: The name of	of the corporation is	GRACE HOLME	s, inc.	
SECOND: It is inco	rporated under the la	ws of DELAW	ARE	
THIRD: Character	of business, briefly sta	ited, is MAIL	ORDER	
FOURTH: If foreign	n corporation, address	of its principal of	office	
	22 LINCOLN PLAC	E, GARFIELD,	NEW JERSEY 070	26
FIFTH: Business ac	dress in Rhode Island	i		••••••••••
	NONE - SEND BLA	NK REPORTS TO	THE ABOVE ADDR	ESS
SIXTH: Names and	d addresses of its direc	etors and officers:		(Attach rider if necessary)
A. Cinader	Dire	ector	22 Lincoln Pla	ce, Garfield, N.J. 07026
S. Charles	Dir	ector		п
	Dir	ector		
A. Cinader	Pres	sident	······	it
T. Musgrave	Vic	e President - Fi	nance	11
S. Charles	Sec	retary		n
			•••••	
SEVENTH: Number	r of Shares authorized	l:		Par Value or statement that
No. of Shares	Class		Series	shares are without par value
250	Common	10/	-	no par
Eighth: Number	of Shares issued:	10/30/85		Par Value or statement that shares are without
No. of Shares	Class	, D	Series	par value
20	Common	FAID	-	no par
Dated February 29.	19 .84	(Name of Co	e Holmes, Inc.	
(Dancet must be	signed by an officer)) ∪ ∪ ∃TitleV	P Exnance	
(Neport must be	signed by an officer)	ਜ਼ ਸ਼ੀਵ	• • • • • • • • • • • • • • • • • • • •	***************************************

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 nam	ne of the corporation	is GRACE H	HOLMES, INC.	
SECOND: It is i	ncorporated under tl	he laws of	DELAWARE	
THIRD: Charact	er of business, briefly	y stated, is	MAIL ORDER	
FOURTH: If for	reign corporation, ac	ddress of its pri	ncipal office	
22 LI	NCOLN PLACE, GARRIEI	D, NEW JERSEY	07026	
FIFTH: Busines	s address in Rhode	Island		
NCNE -	SEND BLANK REPORTS	TO THE ABOVE A	DDRESS	
Sixth: Names	and addresses of its	directors and	officers:	
(Addres	sses must include street :	and number, if any		
Name	Office	-	Address	
A. Cinader	Director	22 Dincoln Pla	ce, Garfield, N.	J. 07026
S. Charles	Director	rt .	11	
	Director			
A. Cinader	President	. 11	rt	
W. J. Von Kle		dent - Finance	**	
S. Charles	Secretary		11	•••
A. N. Marchio	A 1 to N	:'µ.		
(If additional space is n				
SEVENTH: Num	ber of Shares authorise	orized:		Value ment that
No. of Shares	Class	Series		re without value
250	Солтоп	-	n	o par
Eighth: Numb	er of Shares issued	:	Par	Value
No. of Shares	Class	Series	shares a	ment that re without value
20	common	3 -	n	o par
		0.		
ated: February 29	19 . 8 ¹ 1	84 Gra	ce Holmes, Inc.	
		(Name of Co		N.Marchio,
APR 5	1984	By		
	J.R.	Title - o	Ass't. Sec	
		(Report mu	st be signed by an	officer)
If the corporation	n has changed its regis	stered office and	or its registered a	gent,
Form #9 must be	filed. Please contact Co	rporation Svision	for information, 277-	3040

State of Uhode Island and Providence Plantations Office of the secretary of state

			Annual Report for t	the year 1903
First:	The name of th	e corporation	is GRACE HOLMES,	INC.
SECOND:	It is incorpor	ated under the	e laws of DELAWAR	<u> </u>
THIRD:				AIL ORDER
Fourth	: If foreign co	orporation, ad	dress of its princip	al office
*************	22 Lincol	. Place, Garf	ield, New Jersey O	7026
Fifth:	Business addre	ess in Rhode I	sland (blank repor	ts will be mailed to this
address) no	ne – send blan	k reports to a	bove address	
Ѕіхтн:			directors and offic	
			nd number, if any)	
	Name	Office		Address
Α.	Gross	Director	22 Lincoln Place	, Garfield, N.J. 07026
		Director		

	Gress		22 Lincoln Place	, Garfield, N. J. 07026
		Secretary	ent	
		_		
	space is needed, a			
SEVENTE	ห: Number of	Shares autho	rized:	Par Value or statement that
No. of Sh	ares	Class	Series	shares are without par value
25	50	common	-	no par
Еіснтн	: Number of	Shares issued:		Par Value or statement that shares are without
No. of St 20		Class	Series	pur value
2(J	common 3 N	-	no par
Dated: Fo	ebruary 28	1983 83	Grace !	iolmes, Inc.
MAI	R 0 1 1003	.1924	Name of Corpora	uón) A. Gross resident
		74	<u> </u>	e signed by an officer)
			1.4 1.4	
f the	corporation has c	hanged its regis	ed office and/or i	its registered agent,

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 F	Report f	or the yea	ar 1982		
First:	The name of the	corporation	is					
	Grace Ho	lmes, Inc.						
SECOND:	It is incorpora	ted under the	e laws of	Del	avare			
THIRD:	Character of bus	siness, briefly	stated, i	s mai	l order		,,	
Fourth:	If foreign con	poration add				ice		
. , , , , , , , , , , , , , , , , , , ,	128 Dayton Ave	- 1		07055				
FIFTH:	Business addres			lank ro	norts wil	l he maile	ed to this	
address)	Providence,				ports wi	i be man	.u oo ums	
Sixth:	Names and add				·			
SIXIH;		resses of its						
	Name	Office		,,				
A. Gross	Aume	Director	128	Dayton			N.J. 0709	55
J. Rose		Director					N.J. 070	
		Director				, ,	· ···	
A. Gross		President	128	nevton	Avenue	Pagnata	N.J. 070	55
J. Rose		Vice Preside	ent 120	Day con	Avenue	rassaic,	и.J. 070	"
		Secretary				,		
(If additional spa	 Ico is needed, attach	Treasurer						
SEVENTE	i: Number of S	hares author	rized:			Par Va or stateme		
No. of Sha	res	Class		Series		shares are par va		
250	C	ommon.		-		No P	ar	
Еіснти:	: Number of S					Par Ve	.1	
No. of Sha		class		Series		or stateme shores are	nt that without	
	31 Ca	_		Series		par va	146	
20	Co	mmon 5	•	-		No P	ar	
Dated: Mag	y 11	19 82 82	2	e Holm	es, Inc.			
Dateu.				of Corpora	• .	_	•	
	MAY 17	1982	Ву	[4	ugar		A. Gross	
	WHI T	The state of the s	Title Pr	esident	ţ <u>, </u>	<u> </u>	<u> </u>	
		W = 3	(Re	port mus	st be signe	ed by an of	icer)	
If the e	vornoration has she	y .	*	no modifi	ne ita -==	intered s=		

Form #9 must be filed. Please contact Cofporation. Division for information. 277-3040

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

State of R	hode l sland and Pr	Povidence Plantations PARY OF STATE PORT	المرازل
, (/ OFF	ICE OF THE SECRET	ARY OF STATE	7.67
	ANNUAL REF	ORT	
1	OF		
	Scace Holmes	INC.	
		118 of the General Laws, 1956	
-	ed corporation hereby s of the corporation is	ubmits the following annual rej	port:
TRST: The name	GRACE HO/M	4 Inc.	
SECOND: It is inco	rporated under the laws o	of De/man	
	ess of its registered office		
and the name of its reg	istered agent in Rhode l	Island at such address is	
. >	COVIDENCE	XI	
FOURTH: If a for	eign corporation, the add	dress of its principal office in the	state
or country under the la	vs of which it is incorpo	rated is	
306 ×	outh State	St. DOVEL DE/MO	ne
	acter of the business in	which it is actually engaged in R	Chode
Island, briefly stated, is	Mail Ex	Ω	
	. Marke		
Sivili. The name	s and respective addresses	es of its directors and officers are	•
Name	Office	A 13	\cap
A. GROSS	Director	128 Day ton Ave.	TASSAIC.
J. Kose	Director	NEW JEESEY	0 7000
	Director Director	1	•
	Director		
	Director		
A. Gross J. Rose	President		
J. Rose	Vice President	.	
	Secretary	/	
	Treasurer	ı	
		which it has authority to issue, item value,and series,if any,within a clas	
Number of	3	l'ar Value per Sha or Statement tha Shares are withou	t
Shares	Class 55	Series Par Value	-
250	Corner il	- No PAK	_
	÷ :		
	∞ • ∞ • •	W	
	⇒ + = 0	V AUG 29 1981	
	· •		

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:

Par Value per Share or Statement that Shares are without Par Value Series

Dated Aug 25, 1981 Grace Holmes Inc.

(HAME OF CORPORATION)

By

(Its President

Filing fee: \$15.00

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

State of Chode Island and Providence Plantations OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

	OF			
	GRACE HOLMES IN	/c.		
amended, the undersi	provisions of Section 7.1 gned corporation hereby the of the corporation is GRACE HOLMES	.1-118 of the	ie Gener followi	ral Laws, 1956, as ng annual report:
SECOND: It is i	ncorporated under the la	ws of	DELAW	ARE
THIRD: The add	ress of its registered office	in Rhode Isla	and is	
and the name of its rep	ristered agent in Rhode Is	land at such	address	is
FOURTH: If a f	oreign corporation, the ad of which it is incorporated SOUTH STATE ST.	dress of its p	rincipal	office in the state or
FIFTH: The char Island, briefly stated,	aracter of the business in is	which it is	actually	-
Sixth. The nar	nes and respective address	ses of its dire	ctors an	d officers are:
Name	Office			Address
	Director	128 1	AYTON A	VE PASSAIC NS
H GROSS	Director		···· · · · /	
	Director			
J ROSE	Director		<i>f</i>	
	Director	**		
	Director	()	-f	
	President		/	
	Vice President	t/		
J. CAYZ	Secretary		· · · · · · · · · · · · · · · · · · ·	
	Treasurer			
SEVENTH: The a by classes, par value of	ggregate number of share Shares, shares without pa	s which it has rvalue,andse	s authori eries,if a	ity to issue, itemized ny, within a class, is:
Number of Shares	Class	<u>Series</u>	3	Par Value per Share or Statement that Shares are without Par Value
250	commen	-	28 23	NO PAR
			•••••¤99	

Form 31 8-79

 $\label{eq:Eighth:Eigh$

Number of Shares	Class	Series	or Statement that Shares are without Par Value
80	Common	_	NO PAR

Dated FEBRUARY 26, 19 80 GRACE HOLDES IN C.

(NAME OF CORPORATION)

By July Carff

Its SECRETARY

7

Filing fee: \$15.00

Form 31 35M 11-77

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

	U	ır.		
	GRACE HOL	LINES	inc.	
amended, the undersign First: The name	provisions of Section and corporation here so of the corporation i	n 7.1.1- by subm	118 of the nits the follo	General Laws, 1956, as
SECOND: It is inc	orporated under the	laws of	DELAK	ARE
	ess of its registered	office in	Rhode Islan	d is
U	S CORPORATION	(c 12)	C	ress is
country under the laws	of which it is incorpo	rated is	DOVER	DELBUREE Stually engaged in Rhode
Island, briefly stated, i	is			
	MAIL - ORDER	- ,	- 60	NERDL MERCHANISE
SIXTH: The names	and respective addre	sses of i		Address
H. JACKSON	Director		128 DA	LYTON AVE PASSAGE NO
A G-ROSS	Director			
D EDWARDS	Director			· /· · · · · · · · · /
J. ROSE	Director			
	Director			
	Director			
H JACKSON	President	,		
	Vice Pres	sident		[
D EDWARDS	Secretary	•	/	
A GROSS	Treasure	r .		10 to
SEVENTH: The a by classes, par value of s	ggregate number of s shares, shares withou	shares v t par va	hich it has a lue, and seri	nuthority to issue, itemized es, if any, within a class, is:
				Par Value per Share or Statement that
Number of Shares	Class	3 2 1	Series	Shares are without Par Value
250	COMMON	79 .	<u></u>	NO PAR
		•961A14···•1		MAR 26 1979

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:

Number of Shares	<u>Class</u>	Series	Par Value per Share or Statement that Shares are without Par Value
20	Common	-	NO PAR

Dated FEBRUARY & , 1979 GRACE HOLMES INC.

ferm 31 35M 11-77

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

	V -	•		
	Grace Hol	nos Inc.		
Pursuant to the pro	ovisions of Section	7.1.1-118 of the G	eneral Laws, 1956, as	
amended, the undersigned	- '	•	<u> </u>	
First: The name of	of the corporation is			
	skack Holm	ias. Inc		
SECOND: It is incor	porated under the la	aws of Delou	· a rec	
			is	
and the name of its registe	·			
ν.				
Formure If a force	ion corneration the	address of its prince	pal office in the state or	
country under the laws of				
			Delaware	
			ally engaged in Rhode	
Island, briefly stated, is	Mail OFRER	- GENERAL	H.dse.	
			· · · · · · · · · · · · · · · · · · ·	
		ses of its directors an		
Name	Office Director	110 Dante	Address Paris 11 To	704:00
() // = 20	Director	122 Day 14	Ave., Passare N. J. o	
O P	Director			
	Director			
	Director			
	Director			
a Strange	President	P Day tou	Ave., Passaic, N.J. 07	′د>ده
Proce	Vice President		/	
9) Edward	Secretary		/ · · · · · · · · · · · · · · · · · · ·	
J. Fallow	Treasurer	V		
SEVENTH: The agg by classes, par value of sha			hority to issue, itemized	
by classes, par varac or sha	ica, anarca w randa e p	par varue, and series,	Par Value per Share	
Number of			or Statement that Shares are without	
Shares	Class	Sories	Par Value	
250	Common	_	40 Par	
		•	80.	
		•	~ <i>\O</i> ,	
		• *	22	
		6.0	MEN TO A	
		•	M. 12	
		•	()	

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:

Number of Shares	<u>Class</u>	Series	Par Value per Share or Statement that Shares are without Par Value
20	Common		NO PAR.

Dated Feb 2, 1978 GRACE HOLINES INC.

(NAME OF CORPORATION)

By Olore, Eliquents

Its Secretary

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

	GR1	ACE HOLMES	, IVC.	
Pursuant amended, the	to the provisioundersigned corp	ns of Section 7.1.1 poration hereby sub	l-118 of the General mits the following ar	Laws, 1956, as inual report:
FIRST:	The name of the	corporation is	RACE HOLMES	700 C
SECOND:	It is incorporat	ted under the laws o	f DELAWARE	
THIRD:	The address of i	ts registered office i	n Rhode Island is	
and the name	•	_	d at such address is	
	_	-	ess of its principal of	
country under	the laws of whic	h it is incorporated i	is THE DEAPWORE	
FIFTH: Island, briefly	stated, is		which it is actually e	جع ک
SIXTH: T	he names and res	pective addresses of	its directors and offic	
W. Rempa		Director	128 DAYTON 11	UE PASSAGE PUSCOTOSS
F. 1376461	W	Director	. /	/
T. ROSE		Director	/	. /
		Director		
		Director		
		Director		
w Roma	w 01=1=	President	WELL SPI	AVE PASSAR NO DECS
3 ROSE		Vice President	1	/
5 ESWAR	RDS.	Secretary		
T. FALLO	-	Treasurer	/	/
SEVENTE by classes, par	: The aggrega	te number of shares shares without par v	which it has authority alue, and series, if any	y to issue, itemized 7, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value	
<u> </u>	common		NO PAR	

18. 14-77 EFER 2312 131 VO 5.0

WAR 1 1977

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:

Par Value per Share or Statement that Shares are without Par Value Number of Shares Class Series NO PAR · comming 20

Dated FEBRUARY 28, 1977

GRACE HOIMES INC.

By Oler Eller TOEY

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

amended, the undersign	ovisions of Section ed corporation hereb	y submits the follow	eneral Laws, 1956, as
SECOND: It is income	orporated under the l	aws of Delay	vale
THIED: The addr	_	ffice in Rhode Island	is
and the name of its regis	tered agent in Rhode	Island at such addre	
FOURTH: If a for country under the laws of South Sta	of which it is incorpo	rated is U.S. Co.	ipal office in the state or
Island, briefly stated, is		e Mail Order	
SIXTH: The names	s and respective addr	esses of its directors	and officers are:
W. Romanoff J. Fullon	Director	12812 94 ton Av.	e Passaic N.J 07055
J. Caldacella			
	Director		
	Director	· 2 (2 5) A	0
N Romanoff J. Caldasella	President Vice Preside		Ve 14559 16 NITO 7655
D Edwards J. Fallon			
	gregate number of sh		chority to issue, itemized if any, within a class, is:
Number of			Par Value per Share or Statement that Shares are without
Shares_ 2.50	Class CO M MO N	S <u>eries</u>	No Par
	AC. INTIMOTO		141

FEB27 1976

p.5~

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:

Number of Shares	Class	Series	or Statement that Shares are without Par Value
20	COMMON	-	No Par

Dated 2/38 ,1976

CTGCE HOLMES INC

By Delores Clausies

16. Secletary

JUL 17-76 $\frac{976}{974}$ 1850 (1700 × #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

144 Me 1441	CKACE HOL	MES IN	·		
amended, the undersig	provisions of Section 7 gned corporation hereby ne of the corporation is	submits the foll	owing an	nual rep	ort:
SECOND: It is in	acorporated under the la	ws of . b E	LAWA	RE.	
THIRD: The add	lress of its registered off				
	ristered agent in Rhode I	sland at such ad	dress is		
country under the law	oreign corporation, the a s of which it is incorpora orn smre sr	ddress of its prated is $U \cdot S$.	incipal of	fice in th	e state or
FIFTH: The characteristic Figure 1. The chara	aracter of the business	in which it is a	ictually e	ngaged	in Rhode
MPRCHA	•W\$6				
SIXTH: The nam	es and respective addres	sses of its directo	ors and of		e:
W-Remano FF	Director	138 ba	470 0	AUF P	ASSAK NS
J. FALLON	Director		[
3 . CALDARELLA		1991	<u> </u>		
	Director		1		
	Director				
	Director				
W. ROMANOFF		I			
	Vice Presiden	1			
D. EDWARDS		1			
T. FALLON	Treasurer				
	ggregate number of sha shares, shares without pa				
Number of Shares	Class	Series		Par Value p or Stateme Shares are Par Va	nt that without
250	common	-	•	UO P	AR

MAR 1 3 1975

FORM 31 25M 11-74

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:

Par Value per Share or Statement that Shares are without Par Value Number of Shares Class Series NO PAR COMMON 20

Dated FEB at , 1975

GRACE HOLMES INC.

111 -9-75 \$14.054 49****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

	GRACE HOLM	ES, INC.	
Pursuant to the prov amended, the undersigned FIRST: The name of			annual report:
SECOND: It is incorp	orated under the law	s of Delaware	
	of its registered offic Providence, Rhode I	e in Rhode Island is	
and the name of its register	red agent in Rhode Isl United States Corpo	land at such address i	s
country under the laws of	which it is incorporate the State St., Dover ter of the business in	rou 10	ates Corp. Co.,
SIXTH: The names as Name William Romanoff Antonio Gazzolo	nd respective address Office Director Director		lress
Sidney Reiter	Director		
	Director Director Director		·
William Romanoff Antonio Gazzolo	President Vice President	128 Dayton Ave F	Passaic, NJ 07055
Sidney Reiter Sidney Reiter	Secretary Treasurer		11 11 11
SEVENTH: The aggre by classes, par value of shar	egate number of share	es which it has author	ity to issue, itemized
Number of Shares	Class	Series	or Statement that Shares are without Par Value
250	Common	-	No Par Value

MAR 1 1974

FORM 31 35M 8-73

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:

Number of Shares	Class	Series	Par Value per Shure or Stutement that Shures are without Par Value
20	Common	-	No Par Value

Dated

FEB. 261974 , 19

Grace Holmes, Inc.

(NAME OF CORPORATION)

Ls Secretary/Treasurer

JUN -5-74 STATE 2554 AR** + 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

GRACE	HOLMES, INC	·
Pursuant to the provisions of S amended, the undersigned corporation FIRST: The name of the corporation	n hereby submits the f	ollowing annual report:
SECOND: It is incorporated und	er the laws of JE	AWARE
THIRD: The address of its regis		sland is
	RPORATION COMP	ANY
country under the laws of which it is	incorporated is	rincipal office in the state or S. CONPORATION COMMINY DELAWARE Y
FIFTH: The character of the busin		
(ffice	ectors and officers are: Address Low Ana , Fassaire, A.V.
J JYNCH Direct		
E MUGENT Direct A SMOLLER Direct		
Direct A SMOALER President	or	yton aus. Passais n.
F. NUGENT Vice F. 7. KIFIN Secret	resident "	a a a
SEVENTH: The aggregate number by classes, par value of shares, shares w	r of shares which it has	
Number of Shares Class	. Series	Par Value per Share or Statement that Shares are without Par Value
253 Common	, . –	no Par

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:

Par Value per Share or Statement that Shares are without Par Value Number of Shares Class 20

Dated Tilmany 26, 19/3

GRACE HOLMES INC.

WR 14-73 #45 1335 AB*** 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

	•-					
	Grace Holmes,	Inc.	.,			
Pursuant to the provisio amended, the undersigned corp. First: The name of the	ns of Section 7-1 poration hereby s corporation is	ubmit	s the fo	llowing a	il Laws, l annual rej	1956, as port:
and the second second		,		•		
SECOND: It is incorpora	ted under the law	s of	Del	avare		
	ts registered office		thode Is			
and the name of its registered	• • • • • • • • • • • • • • • • • • • •	sland	at such	address	is .	
FOURTH: If a foreign country under the laws of whi 306 South State Street, Dov				Corpora		any
FIFTH: The character of briefly stated, is Wholesale SIXTH: The names and	mail order, - g	enere	al merch	nandise		
Name	Office			Addre		
G. Genninger	Director	128	Dayton	Avenue,	Passaic,	N.J.
T. Klein	Director				11	
E. Nugent	Director	**	**		11	
J. Lynch		"	*1	**		**
	Director					
	Director					
G. Genninger	President	128	Dayton	Avenue,	Passaic,	N.J.
E. Nugent	Vice President	11	**	H	31	
T. Klein		11	11	17	11	11
	Treasurer		•			
SEVENTH: The aggregat by classes, par value of shares,	e number of share	s whi r valu	ch it ha e, and se	s authori eries, if ar	ıy, within : Par Value p	a class, is er Share
Number of Shares	Class		Series		or Stateme Shares are Par Vi	without
250	Common		-		No F	ar



FD9M 31 404 9.71

 $\label{eq:energy} Eighth: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:$

Number of Shares	Class	<u>Series</u>	or Statement that Shares are without Par Value
20	Common	-	No Par

Dated February 23 , 1972

Grace Holmes, Inc.

Its Assistant Secretary

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	race Holmes,	In			
Pursuant to the prov amended, the undersigned FIRST: The name of	isions of Section 7- corporation hereby	1.1-118 of the C submits the follo	wing a	innual r	
SECOND: It is incorp	orated under the la	ws of Delawa	ire		
and the name of its registe	Rhode Islandred agent in Rhode	nd Island at such add		 S .	
dugch	oration. Com	ipany			
FOURTH: If a foreign country under the laws of Company, 306 & FIFTH: The characte briefly stated, is Wiholes	which it is incorpora uth State St., rof the business in w	ated is U.S. C Dover, Dela hich it is actually c	ocpo awar engage	ration E edin Rho	de Island,
SIXTH: The names:	and respective addre	sses of its director	rs and	officers a	ıre:
Name	Office		Addres	s ,	
J. Weston		138 Dayton	USE.	rass	saic, NJ
K Freedman		$\mu = \frac{1}{B}$	1,		11 - 12 18
R. Backk	Director Director				
		• •			
	Director Director				
K. Freedown		same	ns)	: 1-11	above
G GENNIGOEC	E ≈ Vice President		7:		"
R Bock	Secretary	r	Þ	p	4
R. Bakek	Treasurer		11	/1	"
SEVENTH: The aggre by classes, par value of sha	egate number of shar	es which it has au arvalue, and series	s, if an	y to issue y, within Par Value i	a class, is:
Number of Shares	Class	Series_		or Statem Shares are Par V	ent that without
<u>250</u>	Common	·- <u>-</u> _ —	_	V.C.	Par

18.32 5 15A

FORM 31 40M 12:70

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:

Number of Shares

Class
Common - Par Value per Share or Statement that Shares are without Par Value

Opmmon - No Par

NINTH: The amount of its stated capital as of the close of business on December 31 next preceding the date hereof was \$ $\int 0.0,000$

Dated FEBRUARY 24, 1971

Grace Holmes, Inc.

By Wayund Barek R. BACCK

1-6-7: ST. - 536 ABAA# 10.0

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State of Aliode Island and Providence Plantations OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

	U	r		
G ,q	ICE HOLINES	INC.		
Pursuant to the pr	ovisions of Section	7-1.1-118 of the G	eneral Laws,	1956, as
amended, the undersign	ed corporation here	by submits the follov	ving annual re	port:
FIRST: The name	of the corporation i	is GRACE F	TOWMES, I	N.C

SECOND: It is inco	rporated under the	laws of DELAW,	9 e E	
		office in Rhode Island		
OROU	IDENCE, PHO	DE ISLAND		
and the name of its regis				
U.S. CORI				
		e address of its princi		
country under the laws of	ngn curpuration, th Sachiah it is income	orated is 11 S	PAI OHICE HI CHE	CO MOANY
country under the laws (or which it is incorp	T	1 Deser	ARE
306 SOUTH		•		
		n which it is actually e		
briefly stated, is ω	HOLESALE	MOLLORDER -	GENERAL	
MERCHA	NPIS C	······································	******************************	
)>(++-+)-++-++++++++++++++++++++++++++		t an ambleston procedure to the transfer of th		
SIXTH: The name	s and respective ad	dresses of its director	s and officers at	e:
J. WESTON	• • • • • • • • • • • • • • • • • • • •	25 AUBRE	y Rono, Mo	NTGLAIN, IN. J.
K. FREEDMAN		115 LAKE	SHORE PRIVE,	BOCKAWNY, N.
R. BACEK	Director	51 CRIPTON		
	Director			
	Director			
		44		
7. WESTON		L some	as above)	
K, FREEDMAN		lent Crami	as above)	
R. BACEIC		(some		
R. BACEK	•	(some		
SEVENTH: The 20	gregate number of s	shares which it has au	thority to issue.	itemized
by classes, par value of si	ares, shares withou	t par value, and series	if any, within a	class, is:
·•	7		Par Value pe or Statemer	r Share
Number of	Clere	Series	or Statemer Sbares are v Par Val	without
Shares	<u>Clase</u>	Sellea		· ·
250	COMMON	•	no	PAR

. 13.6.

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:

		∺		Par Value per Share or Statement that
Number of Shares	Class	, ¿	Series	Shures are without Par Value
20		4-7:	_	NO PAR
		ر. د		

(NOTE — If all the property of the corporation is located in this state and all of its husiness is transacted at or from places of business in this state, or if the corporation elects to puy the annual franchise tax on the basis of its entire stated capital, then the information required by this paragraph need not be set forth in this report.)

Dated FEBRUARY 27, 1970

GRACE HOLMES, I

By Kennetoly Treeding

y Newpurn Scool

State of New XERSEN Sc.

At General Laures in said county, this 27 day of FEBRUARY, 19 70, before me personally appeared KENNETH FREEDMAN, who being first duly sworn, declared that he is the Viciz Pres. of GRACE HOLMES INC. that he signed the foregoing document as

the statements therein contained are true.

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NOTARY PUBLIC OF NEW JERSEY My Commission Expires 1/2y 15, 1973

State of Rhode Island and Providence Plantations

ANNUAL REPORT OF DOMESTIC OR FOREIGN CORPORATION

(FEE FOR FILING, \$10.00)

To be filed ANNUALLY in the month of FEBRUARY in the office of the SECRETARY OF STATE, PROVIDENCE, by corporations incorporated under the laws of the State of Rhode Island, and by foreign corporations carrying on business within said State: in accordance

with the provisions of Sections 7-2-30 and 7-2-27 of Chapter 7-2 of the General Lav of Rhode Island, as amended, (Business Corporations). (Maximum penalty for
failure to file, \$200.)
The Grace Holmes, Inc.
a corporation created under the laws of the State of Delaward does hereby make the following report as required by Section 7-2-30 or 7-2-27 of Chapt 7-2 of the General Laws, as amended,:— (1) Name of Corporation Grace Holmes, Inc. (2) Location of Place of Business or Principal Office in Rhode Island Martin Street, Ashton, Rhode Island
(No. Street, City or Town) (3) Character of Business Wholesale Mail Order - General Merchandise
(4) Total Amount of Capital Stock, with Par Value, Authorized, \$ Total Number of Shares, without Par Value, Authorized, \$ Amount of Common Stock, with Par Value, Authorized, \$
Number of Shares of Common Stock, without Par Value, Authorized, 250
Amount of PREFERRED STOCK, with Par Value, Authorized, \$
Number of Shares of Preferred Stock, without Par Value, Authorized,
Total Amount of Capital Stock, with Par Value, Issued and Outstanding, \$
No. of Shares of COMMON STOCK, without Par Value, Issued and Outstanding, 20
Amount of PREFERRED STOCK, with Par Value, Issued and Outstanding, \$
No. of Shares of Preferred Stock, without Par Value, Issued and Outstandin

(5) Names and Addresses of all Directors, and Date of Expiration of Term of Office of each:-

NAME. Josh Weston	ADDRESS 25 Aubrey Road		ERM EXPIRES.	1./30/70
	: 109-15 Queens Bl		t Hills, New York	
	: 115 Lake Shore D		vay, New Jersey	1/30/70

Names and Addre	esses of all Officers, and	d Date of Expirat	ion of Term of Of	fice:
OFFICE.	NAME.	ADDRESS.	TERM EXPI	RES.
President	Josh Weston	same as above	1/30/70	
	Kenneth Freedman			
	Martin Sockovitz	same as above	1/30/70	
Secretary	Nartin Seekowitz	same as above	1/39/70	
	.,,,			4:! 1
(6) Name of Res	sident Attorney (for se	wice of Process for	· Domestic Corpora	tion):
• •	M/A	100000000000000000000000000000000000000	Domestic corpora	, .
(NA)		(ADDRES	ss)	
	orney (for Foreign Cor	poration):		
	omnany, Providence, E			
(NA:	ME) nted for Next Annual N	ADDRES) Lecting of Stockhol		1970
(7) Date Appoir	ned for Next Annual a	reeting of Swekno	iders .o	1979
[CORPORATE SEAL] I he	ereby certify the f	oregoin <mark>g to be c</mark> or	ect:
	ikauh	in Inlimit	Treasurer/Secreta	ary

Treasurer/Secretary
(Designation of Officer Certifying)

ANNUAL REPORT

BAKE NOWED BUT . POS MASP THE GLOBAL POST OFFICE BROOM BOKEL *PR 11-65 SEC-OF 351 AR***10.00

FILED IN THE OFFICE OF THE SECRETARY OF STATE