



LIMITED LIABILITY COMPANY ANNUAL REPORT FOR THE YEAR 2005

Filing Period: September 1 - November 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. ID No. 101150		2. Exact name of the limited liability company Gordon Brothers Retail Partners, LLC	
3. State of Formation Delaware		4. Brief description of the character of the business which is actually conducted in Rhode Island To engage in research, sale development, manufacturing, purchase and otherwise deal with goods and services	
5. Principal office address 40 Broad Street		City Boston	State MA Zip 02109
6. MAILING ADDRESS OF LIMITED LIABILITY COMPANY AND NAME OR TITLE OF CONTACT PERSON:			
Contact Name Mitchell H. Cohen		Contact Title Resident Agent	
Street Address 40 Broad Street		City Boston	State MA Zip 02109
7. NAME AND ADDRESS OF EACH MANAGER OF THE LIMITED LIABILITY COMPANY, IF APPLICABLE FILL IN SPACES BEFORE USING ATTACHMENTS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> ANY MODIFICATIONS TO MANAGERS REQUIRES FILING OF AMENDMENT. R.I.G.L. 7-16-12 (a) (2) / 7-16-52			
Manager Name Alan R. Goldstein		Manager Name Michael G. Frieze	
Street Address 40 Broad Street		Street Address 40 Broad Street	
City Boston	State MA	Zip 02109	City Boston State MA Zip 02109
Manager Name Robert C. Sager		Manager Name Mark J. Schwartz	
Street Address 40 Broad Street		Street Address 40 Broad Street	
City Boston	State MA	Zip 02109	City Boston State MA Zip 02109
8. RESIDENT AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 642 - R.I.G.L. 7-16-11			
Agent Name CT Corporation System		Address	
Address 10 Weybosset Street		City Providence	Zip 02903

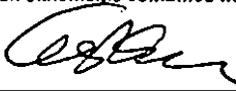
This report must be signed in ink by an authorized person pursuant to 7-16-66.



1 0 1 1 5 0

File Date	9/13/05
Check No.	94357
By:	AMF
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.

 8/31/05
Signature of Authorized Person Date
Alan R. Goldstein, Manager
Print or Type Name of Authorized Person



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

LIMITED LIABILITY COMPANY ANNUAL REPORT FOR THE YEAR 2004

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3. State of Formation Delaware		4. Brief description of the character of the business which is actually conducted in Rhode Island To engage in research, sale development, manufacturing, purchase and otherwise deal with goods and services.			
5. Principal office address 40 Broad Street			City Boston	State MA	Zip 02109
6. MAILING ADDRESS OF LIMITED LIABILITY COMPANY AND NAME OR TITLE OF CONTACT PERSON:					
Contact Name Mitchell H. Cohen			Contact Title Resident Agent		
Street Address 40 Broad Street			City Boston	State MA	Zip 02109
7. NAME AND ADDRESS OF EACH MANAGER OF THE LIMITED LIABILITY COMPANY, IF APPLICABLE FILL IN SPACES BEFORE USING ATTACHMENTS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> ANY MODIFICATIONS TO MANAGERS REQUIRES FILING OF AMENDMENT. R.I.G.L. 7-16-12 (a) (2) / 7-16-52					
Manager Name Alan R. Goldstein			Manager Name Michael G. Frieze		
Street Address 40 Broad Street			Street Address 40 Broad Street		
City Boston	State MA	Zip 02109	City Boston	State MA	Zip 02109
Manager Name Robert C. Sager			Manager Name Mark J. Schwartz		
Street Address 40 Broad Street			Street Address 40 Broad Street		
City Boston	State MA	Zip 02109	City Boston	State MA	Zip 02109
8. RESIDENT AGENT IN RHODE ISLAND - DO NOT ALTER. Changes require filing of Form 642 - R.I.G.L. 7-16-11					
Agent Name CT Corporation System			Address		
Address 10 Weybosset Street			City Providence	Zip 02903	

This report must be signed in ink by an authorized person pursuant to 7-16-66.



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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 Authorized Person Date

Alan R. Goldstein, Manager

Print or Type Name of Authorized Person

File Date **FILED**

Check No. **AUG 31 2004**

By:

FOR SECRETARY OF STATE USE ONLY



LIMITED LIABILITY COMPANY ANNUAL REPORT FOR THE YEAR 2003

Filing Period: September 1 - November 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. ID No 101150		2. Exact name of the limited liability company Gordon Brothers Retail Partners, LLC	
3. State of Formation DELAWARE		4. Brief description of the character of the business which is actually conducted in Rhode Island TO ENGAGE IN RESEARCH, SALE DEVELOPMENT, MANUFACTURING, PURCHASE AND OTHERWISE DEAL WITH GOODS AND SERVICES	
5. Principal office address 40 Broad Street		City Boston	State MA
		Zip 02109	
6. MAILING ADDRESS OF LIMITED LIABILITY COMPANY AND NAME OR TITLE OF CONTACT PERSON:			
Contact Name Mitchell H. Cohen		Contact Title Resident Agent	
Street Address 40 Broad Street		City Boston	State MA
		Zip 02109	
7. NAME AND ADDRESS OF EACH MANAGER OF THE LIMITED LIABILITY COMPANY, IF APPLICABLE FILL IN SPACES BEFORE USING ATTACHMENTS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> ANY MODIFICATIONS TO MANAGERS REQUIRES FILING OF AMENDMENT, R.I.G.L. 7-16-12 (a) (2) / 7-16-52			
Manager Name Alan R. Goldstein		Manager Name Michael G. Frieze	
Street Address 40 Broad Street		Street Address 40 Broad Street	
City Boston	State MA	City Boston	State MA
Zip 02109		Zip 02109	
Manager Name Robert C. Sager		Manager Name	
Street Address 40 Broad Street		Street Address	
City Boston	State MA	City	State
Zip 02109		Zip	
8. RESIDENT AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 642 - R.I.G.L. 7-16-11			
Agent Name CT CORPORATION SYSTEM		Address	
Address 10 WEYBOSSET STREET		City PROVIDENCE	Zip 02903

This report must be signed in ink by an authorized person pursuant to R.I.G.L. 7-16-66.



* 1 0 1 1 5 0 *

File Date 9/18/03
Check No. 80951
By: DA
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] September 16, 2003
Signature of Authorized Person Date
Alan R Goldstein
Print or Type Name of Authorized Person



LIMITED LIABILITY COMPANY ANNUAL REPORT FOR THE YEAR 2002

Filing Period: September 1 - November 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. ID No. 101150		2. Exact name of the limited liability company Gordon Brothers Retail Partners, LLC	
3. State of Formation DELAWARE		4. Brief description of the character of the business which is actually conducted in Rhode Island TO ENGAGE IN RESEARCH, SALE DEVELOPMENT, MANUFACTURING, PURCHASE AND OTHERWISE DEAL WITH GOODS AND SERVICES	
5. Principal office address 40 Broad Street		City Boston	State Massachusetts
Zip 02109			
6. MAILING ADDRESS OF LIMITED LIABILITY COMPANY AND NAME OR TITLE OF CONTACT PERSON:			
Contact Name Mitchell H. Cohen		Contact Title .	
Street Address 40 Broad Street		City Boston	State Massachusetts
Zip 02109			
7. NAME AND ADDRESS OF EACH MANAGER OF THE LIMITED LIABILITY COMPANY, IF APPLICABLE FILL IN SPACES BEFORE USING ATTACHMENTS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> ANY MODIFICATIONS TO MANAGERS REQUIRES FILING OF AMENDMENT. R.I.G.L 7-16-12 (a) (2) / 7-16-52			
Manager Name Michael G. Frieze		Manager Name Robert C. Sager	
Street Address 40 Broad Street		Street Address 40 Broad Street	
City Boston	State MA	City Boston	State MA
Zip 02109		Zip 02109	
Manager Name Alan R. Goldstein		Manager Name .	
Street Address 40 Broad Street		Street Address .	
City Boston	State MA	City .	State .
Zip 02109		Zip .	
8. RESIDENT AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 642 - R.I.G.L 7-16-11			
Agent Name CT CORPORATION SYSTEM		Address .	
Address 10 WEYBOSSET STREET		City PROVIDENCE	Zip 02903

This report must be signed in ink by an authorized person pursuant to 7-16-66.



* 1 0 1 1 5 0 *

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.

 9/16/02
Signature of Authorized Person Date

Alan R. Goldstein, Manager
Print or Type Name of Authorized Person

File Date	9-17-02
Check No.	82718
By:	
FOR SECRETARY OF STATE USE ONLY	

Filing Fee: \$50.00

To be filed annually between
September 1 and November 1



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

LIMITED LIABILITY COMPANY

ID Number FLLC 101150

Annual Report for the year 2001

1. The name of the limited liability company is:

Gordon Brothers Retail Partners, LLC

2. The address of the principal office of the limited liability company is:

40 Broad Street, Boston, Massachusetts 02109

3. The state or other jurisdiction under the laws of which it is formed is DELAWARE

4. The name and address of its resident agent is: CT CORPORATION SYSTEM

10 WEYBOSSET STREET PROVIDENCE RI 02903

5. The current mailing address of the limited liability company and the name or title of a person to whom communications may be directed are: Mitchell H. Cohen, Gordon Brothers Retail Partners, LLC

40 Broad Street, Boston, Massachusetts 02109

6. A brief statement of the character of the business in which the limited liability company is actually engaged in this state: To engage in research, sale, development, manufacturing, purchase and otherwise deal with goods and services of all kinds and descriptions

7. If the limited liability company has managers, the name and address of each manager of the limited liability company

Name	Address
<u>Michael G. Frieze</u>	<u>c/o Gordon Brothers Retail Partners, LLC 40 Broad Street, Boston, Massachusetts 02109</u>
<u>Robert C. Sager</u>	<u>c/o Gordon Brothers Retail Partners, LLC 40 Broad Street, Boston, Massachusetts 02109</u>
<u>Alan R. Goldstein</u>	<u>c/o Gordon Brothers Retail Partners, LLC 40 Broad Street, Boston, Massachusetts 02109</u>

Dated _____

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.



Gordon Brothers Retail Partners, LLC
Exact Name of Limited Liability Company

By [Signature]

Alan R. Goldstein, Manager
Title

FOR SECRETARY OF STATE USE ONLY
 File Date: 9/17/2001
 Check No.: 172
 By: [Signature]

Form No. 632
Revised 01/99

Filing Fee: \$50.00

To be filed annually between
September 1 and November 1



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

LIMITED LIABILITY COMPANY

ID Number FLLC 101150

Annual Report for the year 2000

1. The name of the limited liability company is:

Gordon Brothers Retail Partners, LLC

2. The address of the principal office of the limited liability company is:

40 Broad Street, Boston, Massachusetts 02109

3. The state or other jurisdiction under the laws of which it is formed is DELAWARE

4. The name and address of its resident agent is: CT CORPORATION SYSTEM

10 WEYBOSSET STREET PROVIDENCE RI 02903

5. The current mailing address of the limited liability company and the name or title of a person to whom communications may be directed are: Mitchell H. Cohen, Gordon Brothers Retail Partners, LLC

40 Broad Street, Boston, Massachusetts 02109

6. A brief statement of the character of the business in which the limited liability company is actually engaged in this state: deal with goods and services of all kinds and descriptions

7. If the limited liability company has managers, the name and address of each manager of the limited liability company

Name

Address

Michael G. Frieze

c/o Gordon Brothers Retail Partners, LLC
40 Broad Street, Boston, Massachusetts 02109

Robert C. Sager

c/o Gordon Brothers Retail Partners, LLC
40 Broad Street, Boston, Massachusetts 02109

Alan R. Goldstein

c/o Gordon Brothers Retail Partners, LLC
40 Broad Street, Boston, Massachusetts 02109

Dated 09/19/00

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.



Gordon Brothers Retail Partners, LLC
Exact Name of Limited Liability Company

FILED	
FOR SECRETARY OF STATE USE ONLY	
File Date:	OCT 03 2000
Check No.:	By <u>74330</u>
By:	<u>[Signature]</u>

By [Signature]
Alan R. Goldstein, Manager
Title

Filing Fee: \$50.00

To be filed annually between
September 1 and November 1



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

LIMITED LIABILITY COMPANY

ID Number FL 101150

Annual Report for the year 1999

1. The name of the limited liability company is:

Gordon Brothers Retail Partners, LLC

2. The address of the principal office of the limited liability company is:

40 Broad Street, Boston, Massachusetts 02109

3. The state or other jurisdiction under the laws of which it is formed is DELAWARE

4. The name and address of its resident agent is: CT CORPORATION SYSTEM

123 DYER STREET PROVIDENCE, RI 02903

5. The current mailing address of the limited liability company and the name or title of a person to whom communications may be directed are: Mitchell H. Cohen, Gordon Brothers Retail Partners, LLC

40 Broad Street, Boston, Massachusetts 02109

6. A brief statement of the character of the business in which the limited liability company is actually engaged in this state: to engage in research, sale, development, manufacturing, purchase and otherwise deal with goods and services of all kinds and descriptions.

7. If the limited liability company has managers, the name and address of each manager of the limited liability company

Name	Address
<u>Michael G. Frieze</u>	<u>c/o Gordon Brothers Companies 40 Broad Street, Boston, MA 02109</u>
<u>Robert C. Sager</u>	<u>c/o Gordon Brothers Companies 40 Broad Street, Boston, MA 02109</u>
<u>Alan R. Goldstein</u>	<u>c/o Gordon Brothers Companies 40 Broad Street, Boston, MA 02109</u>

Dated September 10, 1999

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.



Gordon Brothers Retail Partners, LLC
Exact Name of Limited Liability Company

By
Alan R. Goldstein, Manager
Title

FOR SECRETARY OF STATE USE ONLY

File Date: 9-14-99

Check No.: 46456

By: AMF

Form No. 632
Revised 01/99