



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

June 12, 1997

PRENTICE-HALL CORP SYSTEM
170 WESTMINSTER STREET, SUITE 900
PROVIDENCE, RI 02903

RE: Corporation ID # 82162
MOTHERS WORK, INC.

Dear Sir or Madame:

The Corporations Division of the Office of the Secretary of State has yet to receive your 1997 Annual Report.

Pursuant to the provisions set forth in Section(s), 7-6-56, 7-6-85, 7-1.1-87, 7-1.1-114, and 7-16-41 of the General Laws of the State of Rhode Island, the Certificate of Incorporation/Authority of the above named corporation will be revoked after 60 days from the date of this notice for failure to file the report.

Please file your 1997 Annual Report with the Corporations Division within the next sixty days so that your authority to conduct business will remain intact. If you have any questions, or if we can be of any assistance, please do not hesitate to call the Corporations Division at (401) 277-3040.

Sincerely,

James R. Langevin

James R. Langevin
Secretary of State