### State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION 100 NORTH MAIN STREET PROVIDENCE, RHODE ISLAND 02903

Corporate ID	022703	Annual Report for the	year1991
First: The name o	f the corporation is	KAY JEWELERS, INC	<u> </u>
SECOND: It is incor	porated under the laws of	DELAWARE	
THIRD: Character of	of business, briefly stated, is	PETAIL JEWE	lry sales
	corporation, address of its princ		HENT RD
FIFTH: Business add	lress in Rhode Island 215	RHODE ISLAM	DMALL
WAI	rwick RI OJ	1886	
SIXTH: Names and	addresses of its directors and of	ficers: Address (including num	(Attach rider if necessary)
NATHAN R. LIC	-	_	AKRON OH 44333
JOSEPH J FREI	i i	SAME	_
RICHARD W. P	MILLER Director	SAM	2
NATHAN P. LIC	HT President	Sann	
JOSEPH J. FRE	EMAN Vice President	SAME	2
GEORGE S. FR		SAME	
RICHARD W.	MILLER Treasurer		•••••
Seventh: Number	of Shares authorized:		Par Value or statement that shares are without
No. of Shares	Class	Series	par value
1000	Common	NA	W/O PAR VAL
Eighth: Number of	Shares issued:	PAID PAID	Par Value or statement that
No. of Shares	Class	114.98 00 1100 11 100	shares are without par value
1000	Common	ECYAJASTATETA	W/O PAR VAL
Dated OA	-16 1991 K	AY JEWELER	S, INC.
	Ву	Heys Act	
(Report must be si	gned by an officer) Title	SECRETARY	

Form 31 1/85

# State of Rhode Island and Providence Plantations CORPORATIONS DIVISION 100 NORTH MAIN STREET PROVIDENCE, RHODE ISLAND 02903

Corporate ID	22703	Annual Report for the y	ear1990
FIRST: The name of	of the corporation is	KAY JEWELERS, INC.	
SECOND: It is inco	rporated under the laws of	DELAWARE	
THIRD: Character	of business, briefly stated, is	RETAIL JEWELRY	
	-	principal office.	
1209	ORANGE STREE	T, WILMINGTON, D	E 19801
FIFTH: Business ac	dress in Rhode Island		
123	DYER STREET, PRO	OVIDENCE RI 0290	3
SIXTH: Names and	d addresses of its directors a		(Attach rider if necessary) ther, street, zip code)
SEE ATTACHED L	15T Director		
	Director		
	Director		
	President		
	Vice Pres	sident	
	Secretary		
	Treasure		
Seventh: Numbe	er of Shares authorized:		Par Value or statement that shares are without
No. of Shares	Class	Series	par value
30,000,000 20,000	COMMON PREFERRED	PAID	<b>\$</b> 1.00
·	of Shares issued:	MAR 0 2 1990	Par Value or statement that
No. of Shares	Class	SEC'Y. OF STATE	shares are without par value
12,399,317	COMMON		# 1.00
Dated 2/15 THING BURDANES:	19 90	KAY JEWELERS, IN	<b>C</b> .
hypre I Agres	- TAX ACCT	By A higher Etrang	
(Report must b	e signed by an officer)	TitleTREASURER	

### NAY JEWELERS, INC. MAMES and ADDRESS of OFFICERS & DIRECTORS (State as of January 28, 1990)

7 y ...

		ć	
Nases !	SS Number:	Business Addressi	Resident Address:
Anthoine C. Van Etris DISECTUR, Chairman of Board of Directors & Chief Exe. Office		88 Pine Street Mew York, NY 10005	46 Albert Court London, England SW?
Joerg bucherer	593-28-5520	88 Fine Street	Heckenriedstrasse 12
MRECTOR		New York, NY 10005	6045 Meggen, Switzerland
Voltney 1. Berara	151-44-2022	88 Pine Street	30 Roctefeller Flaza
ALRECTOR		New York, NY 10005	New York, H.Y. 10112
Hugh K. Joyce	057-26-0031	88 Pine Street	25 Birch Lone
GPSCTUR		New York, NY 10005	Greenwich, CT 08830
Dilver Stehen	\$34-28-7657	88 Fine Street	18 Schlossbergstrasse CH-870.
DIRECTUS		New York, NY 10005	Zollikon, Zurich, Switterland
Michael R. Laurngton DISCOTTE, Fresident and Chief Operating Soficer		320 King Street Alexandria, VA 22514	6615 Georgetown Pike McLean, VR 22101
Marru Braverman	152-13-8062	1212 Avenue of Americas	54 Nob Court
Vice President		New York, NY 10112	New Rochelie, NY 10304
John W. Rambo	4]4-44-8943	320 King Street	7523 Rambling Ridge Crive
Seniar Vice President		Alexandria, VR 22314	Fairfax, VA 22039
Joe Bernstein	267-40-0195	320 King Street	3001 Park Center Orive
Senior Vice Fresident		Rlexandria, VA 22314	Alexandria, UA 22302
Roldan Fernandes Vice Fresident and Chief Financial Officer	254-70-7477	320 King Street Rlexandria, VA 22314	6611 Medinah Lane Annandale, VA 72312
John F. Pasia Vice Fresident, Secretary and General Joursel		320 King Street Alexandria, VA 22314	119 S. Fairfax Street Alexandria, VA 22314
marsia Schlackman	129-05-8198	320 King Street	4823 Candace Lane
Vice President		Alexandria, VA 22314	Annandaie, VA 22003
William heide	538-20-5713	320 King Street	400 Madison Street #1a04
Vice President		Alexandria, VA 22314	Riexandria, VR 22314
icana Schmids	059-30-3374	320 King Street	1391 Old Quincy Lane
Vice President		Alexandria, VA 22314	Reston, VA 22090
Timothy C. Braun	178-50-5225	320 King Street	9208 Northedge Drive
Vice President		Alexandria, VA 22314	Springfield, VA 22153
Benjamin E. Ritkin	093-54-2814	320 King Street	10175 Hillington Lourt
Vice President		Alexandria, VA 22314	Vienna, VA 22190
Steven J. Shonebarger	276-46-8506	320 King Street	15369 Wetherburn Court
Vice President		Alexandria, VA 22314	Centreville, VA 22020
Miguel Zarraga	226-84-2886	320 King Street	9718 Locust Hill Drive
Treasurer		Alexandria, VA 22314	Great Falls, VA 22066
Felix J. Fomponi Controller and Principal Mocounting Officer	148-42-0540	320 King Street Rlexandria, VA 22314	5001 Westpath Terrace Bethesda, MD 20016

Accounting Officer

1

### State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION 100 NORTH MAIN STREET JUDENCE, RHODE ISLAND 02903

Corporate ID	00227		Annual Report fo	r the year 1988
First: T	he name of th	ne corporation is	KAY JEWELERS, IN	IC.
Second:	It is incorpo	rated under the laws o	f Delaware	
THIRD: (	Character of b	ousiness, briefly stated,	is Retail Jewelry	
Fourth:	If foreign co	rporation, address of i	ts principal office	
••••	1209	Orange St	Wilmington De	19801
<b>Г</b> іғтн: В	usiness addre	ss in Rhode Island		
•••••	13.3	westminster	St Providence	RI 02903
	lames and ad Name  ttached	dresses of its directors	ce Address (inclus	(Attach rider if necessary) ding number, street, zip code)
		Director Director	•	
		Director		
				•••••
		Presiden		······································
			sident	
••••••••••	•••••••••••	Secretar	•	
••	•••••	Treasure	er	
SEVENTH:		Shares authorized:  Class	● Senes	Par Value or statement that shares are without par value
<i>30</i> 0	000	Preferred	14.17	1.00
10 000	<b>∞</b> 0	Common	MAR 0 9 1989	1.00
Еіднтн:	Number of S	hares issued:	. SECTION OF STATE	Par Value or statement that shares are without
No. of Share		Class	Series	par value
1968	027	Common		1.00
Dated	March	l 19 <u>89</u>	Kay Sewelers,	Inc
			By Some	
(Ren	ort must he sign	ed by an officer)	Title AND GENERAL COUN	CHETANE

1

### RAY JEWELERS, INC. NAMES and ADDRESS of OFFICERS & DIRECTORS (Slate as of May 25, 1900)

NAMES:	SS NUMBER:	BUSINESS ADDRESS:	RESIDENT ADDRESS:
Anthoine C. Van Ekris DIRECTOR, Chairman of Board of Directors & Chief Ere. Office		88 Fine Street New York, M.Y. 10112	Hill Place Rye, M.Y. 1058G
Joerg Bucherer	993-28-5520	88 Pine Street	Heckenriedstrasse 12
DIRECTOR		Mew York, M.Y. 10112	6045 Meggen, Switzerland
Whitney I. Gerard	131-44-2022	88 Pine Street	30 Rockefeller Plaza
DIRECTOR		New York, N.Y. 10112	New York, M.Y. 10112
Hugh X. Joyce	097-26-0031	88 Pine Street	25 Birch Lane
DIRECTOR		New York, N.Y. 10112	Greenwich, CT 06830
Oliver Stahel	934-28-7697	88 Pine Street	28 Schlossbergstrasse CH-8702
DIRECTOR		New York, NY 10112	Zollikon, Zurich, Switzerland
Michael R. Lavington DIRECTOR, President and Chief Operating Officer	082-40-1708	320 King Street Alexandria, VA 22314	501 S. Fairfaz Street Alexandria, VA 22314
Harry Bravermen	132-03-8062	1212 Avenue of Americanas	54 Mob Court
Senior Vice President		New York, NY 10112	Hew Rockelle, MY 10804
John Rambo	414-44-8943	320 King Street	7523 Rambling Ridge Brive
Senior Vice President		Alexandria, VA 22314	Fairfex, VA 22039
Joe Bernstein	267-40-0195	320 King Street	6502 Heather Brook Court
Senior Vice President		Alexandria, VA 22314	McLean, VA 22101
Roldan Fernandez Vice President and Chief Financial Officer	264-70-7477	320 King Street Alexandria, VA 22314	6611 Medinah Lane Annandale, YA 22312
John F. Eosik Vice President, Secretary and General Counsel	173-32-4651	320 King Street Alexandria, VA 22314	119 S. Fairfax Street Alexandria, VA 22314
Marold Schlackman	129-05-8198	320 King Street	4823 Candace Lane
Vice President		Alexandria, VA 22314	Annandale, VA 22003
Milliam Heide	538-20-5713	320 King Street	400 Madison Street 01604
Vice President		Alexandria, VA 22314	Alexandria, VA 22314
Frank Schmidt	059-30-3374	320 King Street	1391 Old Quincy Lane
Vice President		Alexandria, VA 22314	Reston, VA 22090
William T. Sharp Vice President	159-32-9417	1212 Avenue of Agericanes Hew York, NY 10112	114 Heather Drive New Canaga, CT 08840
Timothy C. Braun	178-50-5225	320 Ring Street	9208 Morthedge Drive
Vice President		Alexandria, VA 22314	Springfield, VA 22153
Benjamin E. Rifkin	093-54-2814	320 King Street	10175 Hillington Court
Vice President		Alexandria, VA 22314	Vienna, VA 22180
Miguel Zarraga	226-84-2886	320 King Street	9718 Locust Hill Drive
Treasurer		Alexandria, VA 22314	Great Falls, VA 22006
Felix J. Pomponi Controller and Principal Accounting Officer	148-42-0540	320 King Street Alexandria, VA 22314	5001 Westpath Terrace Bethesda, MD 20016
Allana Sears	568-40-9024	320 King Street	2701 Park Center Drive #8-607
Assistant Secretary		Alexandria, VA 22314	Alexandria, VA 22302

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

rporate ID 22703	***************************************	Annual Report for	the year1
FIRST: The name of the c	corporation is	KAY JEWELERS, 1	NC.
SECOND: It is incorporate	ed under the laws of	ELAWARE	
THIRD: Character of busi	ness, briefly stated, isR.	ETAIL JEWELRY	••••••••••••••••••••••••••••••••••••
Fourth: If foreign corpo	ration, address of its princ	ipal office	
. 1209 ORANG	GE ST. , WILMIN	IGTON , DEL.	19801
FIFTH: Business address in	•	Ť	
			. 02903
SIXTH: Names and address	sses of its directors and off		(Attach rider if necessary)
See Attached Lis	Director .		
	Director	······	
	Director	······	
	President	······	
	Vice President .	······	
	Secretary	•••••	
	Treasurer		
SEVENTH: Number of Sha			Par Value
No. of Shares	Class	Series	or statement that shares are without par value
200,000	Preferred	Series	1.00
10,000,000	Common		1.00
Еіднтн: Number of Shar	es issued:	JD OIL	Par Value
No. of Shares	Class MAR 1	5 1988 Scries	or statement that shares are without
	Common SEC'Y OF	$\sim 1$	par value
7,968,027	Continued .		1. –
ted FEB, 24	19 <b>82</b>	AY JEWELER	RS, INC.
STAFF PREPARER:	•	e of Corporation)	$\langle \hspace{0.1cm} \rangle$
Ingrusens, Tax +	ect By	JOHN F.	MOSILE Subject occupanty
(Report must be signed b	y an officer) Title		ASAN, ARUMPA.

Anthonie C. van Ekris DIRECTOR, Chairman of the Board of Directors and Chief Executive Officer

Hilltop Place Rye, NY 10580

Joerg Bucherer DIRECTOR

Heckenriedstrasse 12 6045 Meggen, Switzerland

Whitney I. Gerard DIRECTOR

30 Rockefeller Plaza New York, NY 10112

Hugh K. Joyce DIRECTOR

25 Birch Lane Greenwich, CT 06830

Oliver Stahel DIRECTOR

28 Schlossbergstrasse CH-8702 Zollikon Zurich, Switzerland

Michael R. Lavington
DIRECTOR, President and Chief Operating Officer

501 South Fairfax Street Alexandria, VA 22314

Harry Braverman Senior Vice President

54 Nob Court New Rochelle, NY, NY 10804

John Rambo Senior Vice President

7523 Rambling Ridge Drive Fairfax Station, VA 22039

Joe Bernstein Senior Vice President

6502 Heather Brook Court McLean, VA 22101

Roldan Fernandez Vice President and Chief Financial Officer

6611 Medinah Lane Annandale, VA 22312

Harold Schlackman Vice President

4823 Candace Lane Annandale, VA 22003

William Heide Vice President

400 Madison Street, #1604 Alexandria, VA 22314

Frank Schmidt Vice President

1391 Old Quincy Lane Reston, VA 22090

William T. Sharp Vice President

114 Heather Drive New Canaan, CT 06840

Timothy C. Braun Vice President

9208 Northedge Drive Springfield, VA 22153

John F. Kosik Vice President, Secretary & General Counsel

119 South Fairfax Street Alexandria, VA 22314

Miguel Zarraga Treasurer

9718 Locust Hill Drive Great Falls, VA 22006

Felix J. Pomponi Controller & Principal Accounting Officer

5001 Westpath Terrace Bethesda, MD 20016

Allana Sears Assistant Secretary

2701 Park Center Drive, #B-607 Lexandria, VA 22302

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 22703	•	Annual Report for	the year 1987 -
First: The name o	f the corporation isKAY	JEWELERS, INC.	
SECOND: It is incor	porated under the laws of	DELAWARE	
THIRD: Character of	of business, briefly stated, is.	RETAIL JEWELRY	
FOURTH: If foreign	corporation, address of its p	orincipal office	······································
1204	PORANGE ST, WIA	MINGTON, DEL. 1984	<u> </u>
FIFTH: Business add	dress in Rhode Island		
			gas
	addresses of its directors and	d officers:	(Attach rider if necessary) ig number, street, zip code)
•••••	Director	•	
SEF	Director		••••
ATTACHED	Director	•••••	
L1:	CT President		
		ent	
	_		
	Secretary		
	Treasurer	•••••••••••••••••••••••••••••••••••••••	
Seventh: Number	of Shares authorized:		Par Value or statement that shares are without
No. of Shares	Class PRAFALLS 0	Series	par value
10,000,000			MAY 20 ISS
•	Common f Shares issued:	PAID	Pan Allue or sortenent that
No. of Shares	C?ass	0 2 1987 Series	shares are without payvalue
6,375,000	COMMON	OF STATE	1.00
Dated	19	KAY JEWELESS, 2	EUL.
AFF PREPARER:		(Ivame of Corporation)	0
Milly The agent	•	By	
(Report must be s	igned by an officer)	Title J. F.	•••••••••••••••••••••••••••••••••••••••

Anthonie C. van Ekris
DIRECTOR, Chairman of the Board of Directors
and Chief Executive Officer

Wall Street Plaza New York, NY 10005

Joerg Bucherer DIRECTOR

Bucherer A.G. Schoenbuehl Postfach 870 CH-6002, Luzern, Switzerland

Whitney I. Gerard DIRECTOR

30 Rockefeller Plaza New York, NY 10112

Hugh K. Joyce DIRECTOR

25 Birch Lane Greenwich, CT 06830

Oliver Stahel DIRECTOR

Stahel Hardmeyer A.G. Susenbergstrasse 108 P.O. Box 145 CH-8044 Zurich, Switzerland

Michael R. Lavington .
DIRECTOR, President and Chief Operating Officer

501 South Fairfax Street Alexandria, VA 22314

Harry Braverman Senior Vice President 54 Nob Court New Rochelle New York, NY 10804

John Rambo Senior Vice President 9822 Natick Road Burke, VA 22015

Joe Bernstein Senior Vice President 6502 Heather Brook Court McLean, VA 22101

Roldan Fernandez Vice President and Chief Financial Officer 5550 Columbia Pike, #351 Arlington, VA 22204

Harold Schlackman Vice President 4823 Candace Lane Annandale, VA 22003

William Heide Vice President 400 Madison Street, #1604 Alexandria, VA 22314

Frank Schmidt Vice President

1391 Old Quincy Lane Reston, VA 22090

William T. Sharp Vice President 114 Heather Drive New Canaan, CT 06840

John F. Kosik Vice President, Secretary & General Counsel 119 South Fairfax Street Alexandria, VA 22314

Miguel Zarraga Treasurer 9718 Locust Hill Drive Great Falls, VA 22006

Murray Ackerman Assistant Secretary 47 Cheryl Road North Massapequa, NY 11758

Allana Sears Assistant Secretary 2701 Park Center Drive Apartment #B-607

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

Corporate ID 22703	••••••	Annual Report for	the year 1986
FIRST: The name of th	e corporation isKAY	JEWELERS, INC.	
SECOND: It is incorpor	ated under the laws of	Delawarg	
THIRD: Character of b	usiness, briefly stated, is	RETAIL JEWEL	RY
FOURTH: If foreign con	poration, address of its pri	ncipal office	
1209 ORANG	E ST, WILMING	STON, DE. 198	<b>*</b> 0/
FIFTH: Business address	s in Rhode Island		
111 WE	STMINSTAR SE,	PROVIDENCE,	C. J. 02905
SIXTH: Names and add	lresses of its directors and	<b></b>	(Attach rider if necessary)
	Director		·····
SEG	Director		
ATTACHES	Director	•	
LISTING	President		
	Vice Presider	nt	······
	Secretary		
••••	Treasurer		
	Shares authorized:		Par Value or statement that shares are without
No. of Shares 200,000	Class <b>Preferce</b> a	Series	par value
10,000,000	Commod &		\$1.00
EIGHTH: Number of SI			Par Value
No. of Shares	co. Class	Series	or statement that shares are without par value
5,100,000	COMMON	50.00	1.00
Dated FEB. 4	19 <b>%</b> 88 88 88 88 88 88 88 88 88 88 88 88 88	KAY JEWELERS, IN	·C.
APR 05 EV	B)	y	< 0
(Report must be signe	ed by an officer)	itleSECRETARY	

Anthonie C. van Ekris
DIRECTOR, Chairman of the Board of Directors
and Chief Executive Officer

Wall Street Plaza New York, NY 10005

Joerg Bucherer DIRECTOR

Bucherer A.G. Schoenbuehl Postfach 870 CH-6002, Luzern, Switzerland

Whitney I. Gerard DIRECTOR

30 Rockefeller Plaza New York, NY 10112

Hugh K. Joyce DIRECTOR

25 Birch Lane Greenwich, CT 06830

Oliver Stahel DIRECTOR

Stahel Hardmeyer A.G. Susenbergstrasse 108 P.O. Box 145

Michael R. Lavington

CH-8044 Zurich, Switzerland

DIRECTOR, President and Chief Operating Officer

501 South Fairfax Street Alexandria, VA 22314

Harry Braverman Senior Vice President 54 Nob Court New Rochelle New York, NY 10804

John Rambo Senior Vice President 9822 Natick Road Burke, VA 22015

Joe Bernstein Senior Vice President

6502 Heather Brook Court McLean, VA 22101

Roldan Fernandez
Vice President and Chief Financial Officer

5550 Columbia Pike, #351 Arlington, VA 22204

Harold Schlackman Vice President 4823 Candace Lane Annandale, VA 22003

William Heide Vice President 400 Madison Street, #1604 Alexandria, VA 22314

Prank Schmidt Vice President 1391 Old Quincy Lane Reston, VA 22090

William T. Sharp Vice President

114 Heather Drive New Canaan, CT 06840

John F. Kosik Vice President, Secretary & General Counsel 119 South Fairfax Street Alexandria, VA 22314

Miguel Zarraga Treasurer

9718 Locust Hill Drive Great Falls, VA 22006

Murray Ackerman Assistant Secretary 47 Cheryl Road North Massapequa, NY 11758

Allana Sears Assistant Secretary 2701 Park Center Drive Apartment #B-607

Filing fee: \$15.00

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

### State of Rhode Island and Providence Plantations 2 2703

Annual Report for the year 1985

Address

FIRST: The name of the corporation is KAY JEWELERS, INC

SECOND: It is incorporated under the laws of DELAWARE

THIRD: Character of business, briefly stated, is RETAIL JEWELRY

FOURTH: If foreign corporation, address of its principal office

1209 ORANGE ST., WILMINGTON, DE 19801

FIFTH: Business address in Rhode Island

III WESTMINSTER ST., PROVIDENCE, RI 02903

Sixth: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name Office

Director

Director

SEE ATTACHE) Director

LISTING President

Vice President

Secretary

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value or statement that shares are without par value

20,000

PREFERRED

\$ 1.000

10,000

COMMON

#1

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value or statement that shares are without par value

10,000

5% PREFERRED

\$1,000

3,000

6 % % Preferred

\$ 1,000

Dated

F. S. T.

1985

KAY JEWELERS, IN

(Name of Corporation)

RECEIVED MAKE

- JK

Title Secretary

(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

A. C. VAN EKRIS, DIRECTOR

HILLTOP PLACE RYE, NY 10580

WHITNEY I. GERARD, DIRECTOR

940 PARK AVENUE

NEW YORK, NY 10028

HUGH K. JOYCE, DIRECTOR

BIRCH LANE

GREENWICH, CT 06830

OLIVER STAHEL, DIRECTOR

28 SCHLOSSBERGSTRASSE

CH-8702 ZOLLIKON ZURICH, SWITZERLAND

M. R. LAVINGTON, DIRECTOR, PRESIDENT

501 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314

JOHN RAMBO, EXECUTIVE VICE PRESIDENT

9822 NATICK ROAD BURKE, VA 22015

JOE BERNSTEIN, EXECUTIVE VICE PRESIDENT

6502 HEATHER BROOK COURT

MCLEAN, VA 22101

JOHN C. BELKNAP, VICE PRESIDENT

280 STANWICH ROAD GREENWICH, CT 06830

ROLDAN FERNANDEZ, VICE PRESIDENT & CHIEF FINANCIAL OFFICER

5550 COLUMBIA PIKE, #351 ARLINGTON, VA 22204

MORRIS REDDICK, VICE PRESIDENT

1700 OLD STAGE ROAD ALEXANDRIA, VA 22308

JOHN F. KOSIK, VICE PRESIDENT, ASSISTANT SECRETARY

119 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314

ALLANA SEARS, SECRETARY

2701 PARK CENTER DR., #8-607

ALEXANDRIA, VA 22302

MIGUEL ZARRAGA, TREASURER

9718 LOCUST HILL DRIVE GREAT FALLS, VA 22066

MURRAY ACKERMAN, ASSISTANT SECRETARY

47 CHERYL ROAD

NORTH MASSAPEQUA, NY 11758

Filling 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 Rep	ort for the ye	ear 1984	
FIRST: The name of t	the corporation	is KAY	JEWELERS	, INC	
			N=. 4.74		,
SECOND: It is incorpo					
THIRD: Character of b	ousiness, briefl	y stated, is	KET41L	JEWELRY	
Fourth: If foreign	corporation, a	ddress of its	principal off	fice	,
1209 ORANGE	ST., WILM	INGTON , DE	1980/	,	
FIFTH: Business add	ress in Rhode	Island (blan	k reports w	ill be mailed	to this
address) III WESTMIN	ISTER ST.,	PROVIDENC	E, RI	02903	
SIXTH: Names and a	ddresses of its	directors ar	nd officers:		
(Addresses mu	ast Include street	and number, If	any)		
Name	Office		Ado	dress	
	Director				
	Director				
SEE ATTACHED	Director				
LISTING	President				
··· .	Vice Presi	ident			
	Secretary				
(If additional space is needed,	Treasurer attach rider)				
SEVENTH: Number o	f Shares auth	orized:		Par Value or statement	
No. of Shares	Class	· Seri	ies	shares are wit par value	
20,000	PREFERRED			\$1,000	
10,000	COMMON			#1	
Eighth: Number of	Shares issued	<b>1</b> :		Par Value or statement shares are wit	that
No. of Shares	Class	Seri	ies	par value	
10,000 3,000	5% PREFERRE			\$1,000	)
2,100	63/18 PREF			41,000	
Dated: brt ab	119 <sub>84</sub>	, Λ,*	44 JEWELE G Corporation)	RS, THE !	
•	1119 <sub>84</sub>		Dana So	ins	
Ana	<b>!</b> •		scretting_	<del></del> .	
NOV 1198			rt must be sign	ned by an office	er)
40.	တာက္သ				

FORM 31 11-02

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

222 NASSAU BOULEVARD

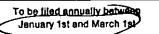
WEST HEMPSTEAD NEW YORK, NY 11552

### NAMES AND ADDRESSES OF OFFICERS & DIRECTORS OF KAY JEWELERS, INC.

HILLTOP PLACE RYE, NY 10580
940 PARK AVENUE NEW YORK, NY 10028
BIRCH LANE GREENWICH, CT 06830
28 SCHLOSSBERGSTRASSE CH-8702 ZOLLIKON ZURICH, SWITZERLAND
501 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314
9822 NATICK ROAD BURKE, VA 22015
6502 HEATHER BROOK COURT MCLEAN, VA 22101
280 STANWICH ROAD GREENWICH, CT .06830
11655 CAPTAIN RHETT LANE FAIRFAX STATION, VA 22039
1700 OLD STAGE ROAD ALEXANDRIA, VA 22308
119 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314
2701 PARK CENTER DR., #8-607 ALEXANDRIA, VA 22302
9718 LOCUST HILL DRIVE GREAT FALLS, VA 22066

URRAY ACKERMAN, ASSISTANT SECRETARY

Fillng fee: \$15.00



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

			Annual Report for	the year 1983
First:	The name of	the corporation	is KAY JEWEL	ERS, INC.
Second:	It is incorpo	orated under the	laws of DELAC	WARE
Third:	Character of	business, briefly	stated, is RETA	ic Stutery
Fourth	•	•	ress of its principa	
100	W. 10TH	51. Wi	LMINGTON, D.	= 19801
FIFTH:	Business add	ress in Rhode I	sland (blank repo	rts will be mailed to this
address)				
Sixth:	Names and a	ddresses of its	directors and offic	ers:
	(Addresses r	must include street a	nd number, If any)	
	Name	Office		Address
, , ,		Director		
<i></i>		Director		
************		Director		.,
SEE ATT	ACHEN LISTIN	6 President		
-1000	****	Vice Presid	lent	
4.5		Secretary		
(if additional sp	ace is needed, al	Treasurer		
SEVENTE	i: Number o	f Shares author	rized :	Par Value or statement that
No. of Sh	<b>A</b> res	Class	Series	shares are without par value
20,000		PREFERRED		\$ 1,000 81
16,000	,	COMMON		~ /
Еіснтн	: Number of	Shares issued:		Par Value or statement that shares are without
No. of Sh	ares	Class 5% Preferre	Series	par value
10,000 3,000		63/4 % People		# 1,000 # 1,000
2100		Commen		11
Dated:	FEB 28	19 83	KAY JEWE	LIRS, INC.
мΔ	R 15,1983		(Name of Corporation E3	
, זיורי			-	
			Title SE & ETA	УУ
	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \		(Report most	be signed by an officer)
			. 0	

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

	<del></del>
A. C. VAN EKRIS, DIRECTOR	HILLTOP PLACE RYE, NY 10580
M. R. LAVINGTON, DIRECTOR, CHAIRMAN OF THE BOARD	501 SOUTH FAIRFAX ST ALEXANDRIA, VA 2233
HARRY BRAVERMAN, DIRECTOR	54 NOB COURT NEW ROCHELLE NEW YORK, NY 10804
CECIL R. ROYAL, DIRECTOR, PRESIDENT	14925 WATERWAY DRIVE ROCKVILLE, MD 20853
JOHN RAMBO, DIRECTOR, EXECUTIVE VICE PRESIDENT	9822 NATICK ROAD BURKE, VA 22015
JOHN C. BELKNAP, DIRECTOR, VICE PRESIDENT	280 STANWICH ROAD GREENWICH, CT 06830
JOE BERNSTEIN, EXECUTIVE VICE PRESIDENT	6502 HEATHER BROOK C
JOHN F. KOSIK, VICE PRESIDENT, ASSISTANT SECRETARY	119 SOUTH FAIRFAX STI ALEXANDRIA, VA 2231
MORRIS REDDICK, VICE PRESIDENT	1700 OLD STAGE ROAD ALEXANDRIA, VA 22308
ROLDAN FERNANDEZ, TREASURER, CHIEF FINANCIAL OFFICER	6131 COVERED BRIDGE F BURKE, VA 22015
ALLANA SEARS, SECRETARY	5850 CAMERON RUN TERR ALEXANDRIA, VA 22303
MURRAY ACKERMAN, ASSISTANT SECRETARY	222 NASSAU BOULEVARD WEST HEMPSTEAD NEW YORK, NY 11552
MIGUEL ZARRAGA, ASSISTANT TREASURER	6529 BYRNES DRIVE MCLEAN, VA 22101

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

	An	nual Report for th	ne year 1982
FIRST: The name	of the corporation is	Kay Jewele	rs, Inc.
SECOND: It is inc	corporated under the la	aws of Dela	ware
THIRD: Character	r of business, briefly st	ated, is reta	il jewelry
FOURTH: If fore	ion companies addw	nga of ita princip	al office
			1801
	•		s will be mailed to this
ddress) III West m	•		
	nd addresses of its dir	,	
	ses must include street and r		
Name	Office		Address
	Director		Address
	<b>75.</b>		
hed		<del></del> .	
Arrached	Director		
/X ,	President		
v	Vice President		
······································	Secretary		
additional space is needed	Treasurer (, attach rider)		
	er of Shares authorize		Par Value or statement that shares are without
No. of Shares	Class	Series	par value
10' 200 30' 200	Preferred Common		¥ 1
EIGHTH: Number	r of Shares issued:		Par Value or statement that
No. of Shares	Class	Series	shares are without par value
10,000	5% Preferred		1,000
3,000	63/47 Proferred		3 \$1,000
2,100	Common	•	<u> </u>
Pated: FEB	19 <i>82</i> By	(Name of Corporation)	EZ Inc MAR 241
	_		(n •
	Tit	ile Secretary	<u> </u>
		(Report must be	signed by an officer)

Form 31 — 10 81

A. C. VAN EKRIS, DIRECTOR, CHAIRMAN OF THE BOARD

HILLTOP PLACE RYE, NY 10580

M. R. LAVINGTON, DIRECTOR, PRESIDENT, CHIEF **EXECUTIVE OFFICER** 

501 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314

HARRY BRAVERMAN, DIRECTOR

'54 NOB COURT NEW ROCHELLE

NEW YORK, NY 10804

JOHN RAMBO, DIRECTOR, VICE PRESIDENT

9822 NATICK ROAD BURKE, VA 22015

CECIL R. ROYAL, DIRECTOR, VICE PRESIDENT

14925 WATERWAY DRIVE ROCKVILLE, MD 20853

JOHN C. BELKNAP, DIRECTOR, VICE PRESIDENT

280 STANWICH ROAD GREENWICH, CT 06830

ROLDAN FERNANDEZ, TREASURER, CHIEF FINANCIAL OFFICER

6131 COVERED BRIDGE ROAD BURKE, VA 22015

JOHN F. KOSIK, VICE PRESIDENT, ASSISTANT SECRETARY

119 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314

LOU PERULLO, VICE PRESIDENT

707 SOUTH LEE STREET ALEXANDRIA, VA 22314

WALTER STACEVICH, VICE PRESIDENT

2751 CARTER FARM COURT ALEXANDRIA, VA 22306

MORRIS REDDICK, VICE PRESIDENT

1700 OLD STAGE ROAD ALEXANDRIA, VA 22308

ALLANA SEARS, SECRETARY

5850 CAMERON RUN TERRACE, #1405

ALEXANDRIA, VA 22303

MURRAY ACKERMAN, ASSISTANT SECRETARY

222 NASSAU BOULEVARD WEST HEMSTEAD

NEW YORK, NY 11552

MIGUEL ZARRAGA, ASSISTANT TREASURER

6529 BYRNES DRIVE MCLEAN, VA 22101

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 ΩF

	Ur			
	198	/		
Pursuant to the provis amended, the undersigned of FIRST: The name of the	corporation hereby	1.1-118 of the submits the fo	General Laws, 1956, a ollowing annual report	
Thor. The hame of the	le corporation is t	1 8	Solvery See College	
SECOND: It is incorpo	rated under the la	iws of Delic	WBRQ/	
THIRD: The address of	its registered office	e in Rhode Island	lis Mode Dibno	E apa(
and the name of its registered	***		ress is	
FOURTH: If a foreign country under the laws of whi	corporation, the ad ch it is incorporated	ldress of its prin	cipal office in the state o	r
FIFTH: The character Island, briefly stated, is			ually engaged in Rhod	e
***	·			
SIXTH: The names and	l respective address	ses of its director	's and officers are:	
	Director			
( See attended)	Director			
	President			
	Vice President			
	Secretary			
	Treasurer			
SEVENTH: The aggrega by classes, par value of shares	te number of shares	s which it has au	s,if any, within a class, is:	
Number of Shares	Class	<b>S</b> eries	Par Value per Share or Statement that Shares are without Par Value	
20,000	proferen	20	1000	
10,000	preferen Common	81	/. o-D	
APR	£€1981	· · · · * 09 · · · · · ]] ]]]]]]]]]]]]]]]]]]]]]]]]]		

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
2180	Commex	-	1.00
10,000	professor	590	1.000 00
3,00	preferral	63/196	1,000 00

Dated Mark 1981

By Mull Dun

Its U/P Jeans.

·	
A. C. VAN EKRIS, DIRECTOR, CHAIRMAN OF THE BOARD	HILLTOP PLACE RYE, NEW YORK 10580
M. R. LAVINGTON, DIRECTOR, PRESIDENT, CHIEF EXECUTIVE OFFICER	501 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314
HARRY BRAVERMAN, DIRECTOR	54 NOB COURT NEW ROCHELLE NEW YORK, NY 10804
JOHN RAMBO, DIRECTOR, VICE PRESIDENT	9822 NATICK ROAD BURKE, VA 22015
CECIL R. ROYAL, DIRECTOR, VICE PRESIDENT	14925 WATERWAY DRIVE ROCKVILLE, MD 20853
H. G. SCHRAGER, DIRECTOR, VICE PRESIDENT	4026 DOWNING STREET ANNANDALE, VA 22003
JOHN C. BELKNAP, DIRECTOR, VICE PRESIDENT	280 STANWICH ROAD GREENWICH, CT 06830
ARNOLD LEVY, VICE PRESIDENT, TREASURER, CHIEF FINANCIAL OFFICER	11325 BEDFORDSHIRE AVENUE POTOMAC, MD 20854
JOHN F. KOSIK, VICE PRESIDENT, ASSISTANT SECRETARY	119 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314
LOU PERULLO, VICE PRESIDENT	707 SOUTH LEE STREET ALEXANDRIA, VA 22314
WALTER STACEVICH, VICE PRESIDENT	2751 CARTER FARM COURT ALEXANDRIA, VA 22306
MORRIS REDDICK, VICE PRESIDENT	1700 OLD STAGE ROAD ALEXANDRIA, VA 22308
ALLANA SEARS, SECRETARY	5850 CAMERON RUN TERRACE, #1405 ALEXANDRIA, VA 22303
MURRAY ACKERMAN, ASSISTANT SECRETARY	222 NASSAU BOULEVARD WEST HEMSTEAD NEW YORK, NY 11552

6529 BYRNES DRIVE MCLEAN, VA 22101

MIGUEL ZARRAGA, ASSISTANT TREASURER

Filing fee: \$15.00

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

3

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

#### ANNUAL REPORT

	OF		,
	1980		
nended, the undersign	ed corporation hereby	y submits the fol	eneral Laws, 1956, as llowing annual report:
SECOND: It is inc	orporated under the l	aws of Delan	J
THIRD: The address	ss of its registered offic	e in Rhode Island i	is
III Westmin	Au Street, P.	covidence p	Rhude Island 029
<del>_</del>	<del>-</del>		ess is
C.T. Carpar	when System	\$*************************************	
FIFTH: The chara		n which it is actu	ally engaged in Rhode
Name	Office		Address
(see attraction	Director	**************************************	
(see attached		***************************************	
·	Director		
	Director Director	***************************************	······································
	Director	***************************************	
.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	President		
***************************************	Vice Presiden	t	
	Secretary		
)	Treasurer	4-4·	***************************************
SEVENTH: The aggree classes, par value of sh	regate number of share ares, shares without pa Class	es which it has autl arvalue, and series, <u>sêries</u>	hority to issue, itemized if any, within a class, is: Par Value per Share or Statement that Shares are without Par Value
10000	comma	13.0	\$ 1.00

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
2,100	Comme		\$ 1.00
10 000	preferred	53/0	\$ 1000.00
3 000	perferred	<b>676</b>	\$ 1,000,00

Dated Feb 12, 1980 Kay Juntus Inc.

By allan Soure

6529 BYRNES DRIVE MCLEAN, VA 22101

### NAMES AND ADDRESSES OF OFFICERS & DIRECTORS OF KAY JEWELERS, INC.

A. C. VAN EKRIS, DIRECTOR, CHAIRMAN OF THE BOARD	HILLTOP PLACE RYE, NEW YORK 10580
M. R. LAVINGTON, DIRECTOR, PRESIDENT, CHIEF EXECUTIVE OFFICER	501 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314
HARRY BRAVERMAN, DIRECTOR	54 NOB COURT NEW ROCHELLE NEW YORK, NY 10804
JOHN RAMBO, DIRECTOR, VICE PRESIDENT	9822 NATICK ROAD BURKE, VA 22015
CECIL R. ROYAL, DIRECTOR, VICE PRESIDENT	14925 WATERWAY DRIVE ROCKVILLE, MD 20853
H. G. SCHRAGER, DIRECTOR, VICE PRESIDENT	4026 DOWNING STREET ANNANDALE, VA 22003
JOHN C. BELKNAP, DIRECTOR, VICE PRESIDENT	280 STANWICH ROAD GREENWICH, CT 06830
ARNOLD LEVY, VICE PRESIDENT, TREASURER, CHIEF FINANCIAL OFFICER	11325 BEDFORDSHIRE AVENUE POTOMAC, MD 20854
JOHN F. KOSIK, VICE PRESIDENT, ASSISTANT SECRETARY	119 SOUTH FAIRFAX STREET ALEXANDRIA, VA 22314
LOU PERULLO, VICE PRESIDENT	707 SOUTH LEE STREET ALEXANDRIA, VA 22314
WALTER STACEVICH, VICE PRESIDENT	801 NORTH PITT STREET, #316 ALEXANDRIA, VA 22314
ALLANA SEARS, SECRETARY	5850 CAMERON RUN TERRACE, #1405 ALEXANDRIA, VA 22303
MURRAY ACKERMAN, ASSISTANT SECRETARY	222 NASSAU BOULEVARD WEST HEMSTEAD NEW YORK, NY 11552

MIGUEL ZARRAGA, ASSISTANT TREASURER

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		
	01	<b>F</b> ,	
	197	9	
amended, the undersigned	l corporation hereb	y submits the fo	
FIRST: The name o	f the corporation is	1. Kay Jew	eler, the
			e e e e e e e e e e e e e e e e e e e
SECOND: It is incor	porated under the l	aws of Dela	عالمول
and the name of its registe	red agent in Rhode	Island at such ad	dence, R. J. 02703
country under the laws of Wilming	which it is incorpor	ated is/00	incipal office in the state or  west Tenth Steet
		_	actually engaged in Rhode
Island, briefly stated, is	Kefair . June	V	
	· ·····		
SIXTH: The names and	d respective address	ses of its director	s and officers are:
(see attached)	Director		Adultas
	Director		
	Director		
	Director		
	Director	, and the second	
·	Director		•
	President	•	
	Vice President	lent	·
	Secretary	ient	
	Treasurer		•
•			
			authority to issue, itemized ies, if any, within a class, is:
		2	Par Value per Share or Statement that
Number of Shares	Class	Series_	Shares are without Par Value
10,000	Common	79 _	\$ 1.00
20,000	serial prefine	577	· 1000.00

0A14 · · · · 15.00BL FEB 20 1979 Form 31 35W 11-77

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
2100	Common		\$1.00
10,066	Served preferred	5% Cumulative	6,000.00

Dated Feb 14, 1979 Kay Junden, Inc.
(NAME OF CORPORATION)

By Collins Sans.

14 Secretary

.

M. R. LAVINGTON, PRESIDENT & DIRECTOR

HAROLD G. SCHRAGER, VICE PRESIDENT & DIRECTOR

CECIL R. ROYAL, VICE PRESIDENT & DIRECTOR

JOHN RAMBO, VICE PRESIDENT & Director

POBERT COX, VICE PRESIDENT

DONG S. SUH, VICE PRESIDENT & DIRECTOR

LOU PERULLO, VICE PRESIDENT

JOHN F. KOSIK, VICE PRESIDENT & ASST. SECRETARY

ALLANA SEARS, SECRETARY

MURRAY ACKERMAN, ASST. SECRETARY

JOHN C. BELKNAP, VICE PRESIDENT/TREAS. & DIRECTOR

A. C. VAN EKRIS, DIRECTOR

Hong Branemim, Driette

501 S. FAIRFAX STREET ALEXANDRIA, VA 22314

4026 DOWNING STREET ANNANDALE, VA 22003

14925 WATERWAY DRIVE ROCKVILLE, MD 20853

8526 GWYNEDD WAY SPRINGFIELD, VA 22153

7<del>820 ELBA ROA</del>D AL<del>EXANDRIA, VA 22</del>306

11 PINE HOLLOW COURT GREENLAWN, NEW YORK 11740

211 FRANKLIN STREET ALEXANDRIA, VA 22314

119 S. FAIRFAX STREET ALEXANDRIA, VA 22314

5850 CAMERON RUN TERRACE ALEXANDRIA, VA 22303

222 NASSAU BOULEVARD WEST HEMPSTEAD NEW YORK, NEW YORK 11552

408 N. ST. ASAPH STREET ALEXANDRIA, VA 22314

HILLTOP PLACE RYE, NEW YORK 10580

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

	AUTOAD			
	OF			
	1978	<u> </u>		
amended, the undersigne	ovisions of Section d corporation hereby of the corporation is	submits the follo	wing annual re	
SECOND: It is income	rporated under the la	ws of Delau	سامد	
	ss of its registered off woter street			3
and the name of its regist				
country under the laws of	ign corporation, the which it is incorporation, Aclaway	ited is 100 1/1		Struk
FIFTH: The chara Island, briefly stated, is	ncter of the business		tually engaged	in Rhode
SIXTH: The names as Name Geil H. Roya	nd respective address	es of its directors a	Address	223/4
Dong & Sur a.C. van Eku	Director Director Director	P 320 King :		
M. A Javingto Harold I Sch Allann Sean John C. Bilkna	Secretary	Dec 320 Kin lent/Der 1/20/Dec "	ng SA Alex V	# 2.231≠ 
0	gregate number of sh	ares which it has a par value, and serie	uthority to issue s, if any, within Par Value p	a class, is:
Number of Shares	Class	3 NSeries	or Stateme Shares are Par Ve	ent that without alue
10,000 20,000	Common. Genal Perfer	78 - 	# 1000	
, <del>-</del>		7597	. 3 3 6	~~

1978 MAR 7 1978

FORM 31 35M 9-76

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

Class

Series

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

2100

Common

10,000

Swind Parfered 578 Cumulative 1000,00

Dated Feb. 28

, 19ባሄ

Kay Jewelers Inc.

By Olling Sense

Its Secretary)

#### State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

1977

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Kay genetica, Luc

SECOND: It is incorporated under the laws of Delaware

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

111 West Minister Street, browdence 02903

and the name of its registered agent in Rhode Island at such address is C.T. Corporation Suplan,

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is 100 Week Jenth Street withington, Delaware 19899

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is

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

Name	Office			Addres	5		
c.R. Royal A.C. Van Ekris	Director	320	Knig	Addres CVFLLY.	Alex	Va.	22314
A.C. Van Ekris	Director	•	, U	4	4	1	''
D.S. Suh	Director	**	••	Pe	•	"	11
	Director						
	Director						
	Director						
M.R. Lawington	President / Div.	32	o Ku	gi St.	Alex.	Va.	22314
M.R. Lavington M.G. Schrager	Vice President/	bii.	• • •	٠	-	-	••
D. Seero	Secretary			<b>-</b>	••	·	
J.C. Bulknap	Treasurer   r.P	son.	••	•	**		

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

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

10 000 Country # 1.00

MAR 7 197

MR -7-77 -51 - -

900 i

FORM 51 12M 1-73

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:

Par Value per Share or Statement that Shares are without Par Value Number of Shares Closs 2,100 \$ 1.00

Dated Feb. 34, 1977

Kay Jewelers Inc

By × Ollow Searchary

827

#### State of Uhude Island and Providence Plantations Office of the secretary of state

		REPORT	•				
	1976	ı					
amended, the undersign	rovisions of Section ned corporation herel e of the corporation i	y submits t	.he followi	eneral Laws ng annual re nd, Juc	eport:	3	
SECOND: It is inc	orporated under the	laws of	Delaw	are.			
THIBD: The addi	ress of its registered o	office in Rho	de Island i	s III h	lestmin	usle.	~
and the name of its regi		Island at s	uch addres ~ Sys	s is. Tew.	· · · · · · · · · · · · · · · · · · · ·		
FOURTH: If a for country under the laws			its princi 00 U.	pal office in the Menth	he state or Street;	•	
FIFTH: The char Island, briefly stated, is	ractor of the busines	s in which ewelry.	it is actua	ally engaged	l in Rhode	!	
SIXTH: The name	s and respective addr	esses of its	lirectors a	nd officers a			
A C Van lker	Office Director	320	King	Street, 1	Shand	và. Va	1 223
D.S. Suh	v P Director	F\ 11	· · · ·	h	V	ı <i>f</i>	
H & Selvag			<b>!</b>		(' -	V	q
C. D. Kaufina	. 01	· 'Ÿ	. t	 	u u	ין <i>ו</i> ו	u
C 12 Jungary	Director Director						
M. R. Lavington.	by President	, p	и			۴	Ч
M Baskin	Now/Vice Preside	nt h	ų	ıi .	स	4	12
Mana Siars	Secretary	H	- 1	भ भ	t)	ħ	ክ
Mana Sears J. C. BELKNAF	Treasurer		¥	٧	(1	11	4
	gregate number of sh	ares which i par value, ai	it has auth nd series, i	ority to issue f any, within	e, itemized a class, is :		
Number of Shares	<u>Class</u>	<u>Seri</u>	r.c.	Par Value or Statem Shares are Par V	ent that ewithout		
10,000	Common	אר 2:		1100			
		제 <b>23-7</b> 6 왕 등 등 189		MAR 17	1976		
		် ကို ကို		Ri			

FORM ST 35M 10-75

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>	<u>Series</u>	Par Value per Share or Statement that Shares are without Par Value
3-140	Common		4100

Dated 2/27/, 1976 Kay Jewelers Inc,

Representation,

By Column Server

Its Secretary.