

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

OF

KAY JEWELSMITHS OF RHODE ISLAND, INC.

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 JEWELSMITHS OF RHODE ISLAND, INC.

SECOND: It is incorporated under the laws of RHODE ISLAND

THIRD: The address of its registered office in Rhode Island is
111 Westminster St., Providence, Rhode Island 02903
and the name of its registered agent in Rhode Island at such address is

C.T. Corporation System

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

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is to manufacture, purchase or otherwise acquire, invest in, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade, deal in and deal with goods, wares and merchandise, and personal property of every class and description.

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

Name	Office	Address
A.C. van Ekris	Director	16 Broadmoor Rd., Scarsdale, N. Y.
M.R. Lavington	Director	3905 Picardy Court, Alexandria, Va.
D.S. Suh	Director	11 Pine Hollow Court, Greenlawn, N. Y.
R.I. Weitzer	Director	5 Rock Spring Ave., West Orange, N. J.
	Director	
	Director	
M.R. Lavington	President	3905 Picardy Court, Alexandria, Va.
D.S. Suh	Vice President	11 Pine Hollow Court, Greenlawn, NY.
A. Sears	Secretary	5840 Cameron Run Terrace, Alexandria, Va.
J.C. Belknap	Treasurer	324 South Pitt St., Alexandria, Va.

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
100	Common	--	\$1.00

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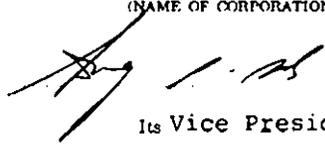
EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
75	Common	--	\$1.00

Dated October 8, 1975

KAY JEWELSMITHS OF RHODE ISLAND, INC.
(NAME OF CORPORATION)

By



Its Vice President

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