

**Commonwealth of Kentucky**  
**Trey Grayson, Secretary of State**

PARP

0713073

Trey Grayson  
Secretary of State  
Received and Filed

6/19/2009 3:02:53 PM

Fee receipt: \$15.00

Trey Grayson  
Secretary of State  
P. O. Box 1150  
Frankfort, KY 40602-1150  
(502) 564-3490  
<http://www.sos.ky.gov>

**Annual Report**  
**Web Filing**

**ARP**

**Company:** FRED MEYER JEWELERS, INC.  
**Company ID:** 0713073  
**State of origin:** California  
**Formation date:** 9/8/2008 12:00:00 AM  
**date filed:** 6/19/2009 3:02:53 PM  
**Fee:** \$15.00

**Principal Office**

3800 S.E. 22ND AVE.  
PORTLAND, OR 97202

**Registered Agent Name/Address**

CSC-LAWYERS INCORPORATING SERVICE COMPANY  
421 W. MAIN STREET  
FRANKFORT, KY 40601

**Current Officers**

CFO	David W. Deatherage	3800 S.E. 22nd Avenue, Portland OR 97202
President	Peter M. Engel	3800 S.E. 22nd Avenue, Portland OR 97202
Secretary	Paul W. Heldman	1014 Vine Street, Cincinnati OH 45202
Treasurer	Scott M. Henderson	1014 Vine Street, Cincinnati OH 45202

**Directors**

Director	Bruce M. Gack	1014 Vine Street, Cincinnati OH 45202
Director	Mary Elizabeth Van Ofen	1014 Vine Street, Cincinnati OH 45202
Director	Dorothy D. Roberts	1014 Vine Street, Cincinnati OH 45202

**Signatures**

<b>Signature</b>	Nona M. Soltero
<b>Title</b>	Assistant Secretary