

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

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Apr 21 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **817296**

(7)

1. Corporation Name

KINNEY SHOE CORPORATION

Principal Place of Business

**233 BROADWAY
NEW YORK N Y 10279**

Mailing Address

**233 BROADWAY
NEW YORK N Y 10279-0001**



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	3a. Date of Last Report
21		26		08/20/1963	04/16/1996
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	Applied For
22		27		13-1988404	Not Applicable
City & State		City & State		5. Certificate of Status Desired	\$8.75 Additional Fee Required
23		28		<input type="checkbox"/>	\$5.00 May Be Added to Fees
Zip		Zip		6. Election Campaign Financing Trust Fund Contribution	<input type="checkbox"/>
24		29		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	<input type="checkbox"/> Yes <input type="checkbox"/> No
Country		Country			
25		30			

9. Name and Address of Current Registered Agent

**CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
FL	85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	AS	<input checked="" type="checkbox"/> DELETE	1.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BELLER, S.		1.2 NAME	Roger N. Farah	
STREET ADDRESS	233 BROADWAY		1.3 STREET ADDRESS	233 Broadway	
CITY-ST-ZIP	NEW YORK NY		1.4 CITY-ST-ZIP	New York, NY 10279	
TITLE	PD	<input type="checkbox"/> DELETE	2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DEVRES, WILLIAM L		2.2 NAME		
STREET ADDRESS	233 BROADWAY		2.3 STREET ADDRESS		
CITY-ST-ZIP	NEW YORK NY		2.4 CITY-ST-ZIP		
TITLE	AS	<input checked="" type="checkbox"/> DELETE	3.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HOLLAND, T.W.		3.2 NAME	Carol Greer	
STREET ADDRESS	233 BROADWAY		3.3 STREET ADDRESS	233 Broadway	
CITY-ST-ZIP	NEW YORK NY		3.4 CITY-ST-ZIP	New York, NY 10279	
TITLE	VD	<input checked="" type="checkbox"/> DELETE	4.1 TITLE	V	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FINN, TIMOTHY		4.2 NAME	John W. Szumski	
STREET ADDRESS	233 BROADWAY		4.3 STREET ADDRESS	233 Broadway	
CITY-ST-ZIP	NEW YORK NY		4.4 CITY-ST-ZIP	New York, NY 10279	
TITLE	S	<input type="checkbox"/> DELETE	5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CLARKE, S. M.		5.2 NAME		
STREET ADDRESS	233 BROADWAY		5.3 STREET ADDRESS		
CITY-ST-ZIP	NEW YORK NY		5.4 CITY-ST-ZIP		
TITLE	VT	<input type="checkbox"/> DELETE	6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CANNON, J.		6.2 NAME		
STREET ADDRESS	233 BROADWAY		6.3 STREET ADDRESS		
CITY-ST-ZIP	NEW YORK NY		6.4 CITY-ST-ZIP		

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

Sheilagh M. Clarke

Sheilagh M. Clarke

Secretary

4-10-97

212-553-2053

CR2E034 (9/96)

January 1, 1997

Kinney Shoe Corporation

Directors:

William L. DeVries
Roger N. Farah
Carol Greer
Dale W. Hilpert

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Officers:

William L. DeVries	President and CEO
Carol G. Greer	President and CEO
John De Wolf	Senior Vice President
John Kozlowski	Senior Vice President - Human Resources
John W. Szumski	Senior Vice President - Finance
Gary H. Brown	Vice President
John H. Cannon	Vice President and Treasurer
Donald Yost	Vice President
Sheilagh M. Clarke	Secretary
Peter D. Brown	Assistant Treasurer
James H. Rathan, Jr.	Assistant Secretary

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BUSINESS ADDRESS:

233 Broadway
New York, New York 10279-0003