FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP **ANNUAL REPORT** 1997



FLORIDA DEPARTMENT OF STATE

Sandra Mortham

Secretary of State DIVISION OF CORPORATIONS

FILED SECRETARY OF STATE VISION OF CORPORATIONS



1. Name of Limited Partnership	1a. DOCUM A32456	ENT#	96 DEC 13 API 10: US 7 / S		
SIMPLY FASHION STORES, LTD.					
Mailing Address 2500 CRESTWOOD BLVD. IRONDALE AL 35210-2053	Principal Office Address P.O. BOX 188 BIRMINGHAM AL 35201-0188		3. Date Formed or Registered 01/13/1992 3a. Date of Last Report	5a. Capital Contributions as Shown on record.	
US	U\$	01/02/1996 4. State or Country of Formation	5b. Amount of Capital Contributions in FLORIDA to date:		
2. Mailing Address P. D. Box 188	28. Principal Office Address	1 B)vd.	AL		
Suite, Apt. #, etc. City & State	Suite, Apt. #, etc. City & State		6. FEI Number 63-1056230	Applied For Not Applicable	
Birmingham AL	Irondale, Al	Country	7. Certificate of Status Desired	\$8.75 Additional Fee Required	
35~01-0188 US	35210-2053	N.	8. Make check payable to: Dept. o	f State (See reverse side for fee information)	
9. Name and Address of Current Registered Agent			10. If changed, new Registered Agent/Office		
C T CORPORATION SYSTEM		Name			
1200 S. PINE ISLAND ROAD PLANTATION FL 33324		Street Address (P.O. Box Number Is Not Acceptable)			
		Suite, Apt. #, etc. 800002032583			
		City	****5	76.2 5_ 13969876.25	
10a. Pursuant to the provisions of sections 620.1051 for the purpose of changing its registered office agent. I am familiar with, and accept the obligations are the contractions of the contraction of the	or registered agent, or both, in the State of Flo				

SIGNATURE (Registered Agent Accepting Appointment)

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

MIOST DE REGISTERED AND ACTIVE WITH THIS OFFICE.					
11. Name(s) of General Partner(s)	Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number		
SIMPLY FASHIN STORES,INC.	2500 CRESTWOOD BLVD.	IRONDALE AL	P40692		
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Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k). Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) is the event the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate the importance of the limited partnership, receiver or trustee empowered to execute this report as required to execute the execute the

SIGNATURE -