2006 FOR PROFIT CORPORATION ANNUAL REPORT

DO NOT WRITE IN THIS SPACE

DOCUMENT # F98000004809

1. Entity Name

FRED MEYER JEWELERS, INC.



FILED Apr 07, 2006 08:00 AM Secretary of State

Principal Place of Business

3800 SE 22ND

PORTLAND, OR 97202

Mailing Address

PO BOX 42121

PORTLAND, OR 97242



02012006

No Chg-P

CR2E034 (11/05)

4. FEI Number 68-0202947 Applied For Not Applicable

5. Certificate of Status Desired

\$8.75 Additional Fee Regulred

6. Name and Address of Current Registered Agent

CORPORATION SERVICE COMPANY 1201 MAYS STREET TALLAHASSEE, FL 32301

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8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE.

Signal, re, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

FILE NOW!!! FEE IS \$150.00 After May 1, 2008 Fee will be \$550.00 Election Campaign Financing Trust Fund Contribution. \$5.00 May Be Added to Fees 000000495370 04/21/06-80008-003-150**.00**

10. OFFICERS AND DIRECTORS TITLE ENGEL, PETER M NAME STREET ADDRESS 3800 SE 22ND AVE CITY-ST-ZIP PORTLAND, OR 97202 TITLE GACK, BRUCE NAME 1014 VINE ST STREET ADDRESS CITY-ST-ZIP CINCINNATI, OH 45202 सार NAME HELDMAN, PAUL W STREET ADDRESS 1014 VINE STREET CINCINNATI, OH 45202 CITY-ST-ZIP TITLE DEATHERAGE, DAVID W NAME 3800 SE 22ND STREET ADDRESS CITY-ST-ZIP PORTLAND, OR 97202 TITLE HENDERSON, SCOTT M THALLS 1014 VINE STREET STREET ADDRESS CXTY-ST-ZIP CINCINNATI, OH 45202 TITLE AALBERG, JAMES C MAME STREET ADDRESS 3800 SE 22ND CSTY-ST-712 PORTLAND, OR 97202

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12. I hereby certify that the information supplied with this filling does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under cath; 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

David Denter of Deliver of the

David W. Deatherage

03/31/2006

503/797-7134

ie .

Daytime Phone #