

**FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00**

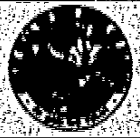
**APPROVED AND FILED**

**APR 20 AM 12:00**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**CORPORATION ANNUAL REPORT 1995**

FLORIDA DEPARTMENT OF STATE  
Sandra B. Matham  
Secretary of State  
DIVISION OF CORPORATIONS



**DOCUMENT # P31588 (7)**

1. Corporation Name  
**THE TALBOTS, INC.**

Principal Place of Business  
**175 BEAL STREET  
HINGHAM MA 02043**

Mailing Address  
**175 BEAL STREET  
HINGHAM MA 02043**

DO NOT WRITE IN THIS SPACE.

3. Date Incorporated or Qualified <b>10/30/1990</b>		3a. Date of Last Report <b>05/01/1994</b>	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24		4. FBI Number <b>41-1111318</b> Applied For Not Applicable	
2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29		5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	
Country 25		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>	
Country 30		8. This corporation has liability for intangible tax under S 199 032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
<b>CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324</b>				81 Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
				83			
				84 City			
				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 \_\_\_\_\_ NOTE: Registered Agent signature required when reappointing \_\_\_\_\_ DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>PD</b>	1.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>ZETCHER, ARNOLD B.</b>	1.2 NAME	<b>PLEASE SEE ATTACHED</b>
STREET ADDRESS	<b>175 BEAL STREET</b>	1.3 STREET ADDRESS	
CITY - ST - ZIP	<b>HINGHAM MA</b>	1.4 CITY - ST - ZIP	
TITLE	<b>VD</b>	2.1 TITLE	
NAME	<b>HINKLEY, CLARK</b>	2.2 NAME	
STREET ADDRESS	<b>175 BEAL STREET</b>	2.3 STREET ADDRESS	
CITY - ST - ZIP	<b>HINGHAM MA</b>	2.4 CITY - ST - ZIP	
TITLE	<b>V</b>	3.1 TITLE	
NAME	<b>ASH, BRUCE</b>	3.2 NAME	
STREET ADDRESS	<b>175 BEAL STREET</b>	3.3 STREET ADDRESS	
CITY - ST - ZIP	<b>HINGHAM MA</b>	3.4 CITY - ST - ZIP	
TITLE	<b>V</b>	4.1 TITLE	
NAME	<b>MANDELL, MICHELE</b>	4.2 NAME	
STREET ADDRESS	<b>175 BEAL ST.</b>	4.3 STREET ADDRESS	
CITY - ST - ZIP	<b>HINGHAM MA</b>	4.4 CITY - ST - ZIP	
TITLE	<b>VT</b>	5.1 TITLE	
NAME	<b>LARSEN, EDWARD</b>	5.2 NAME	
STREET ADDRESS	<b>175 BEAL STREET</b>	5.3 STREET ADDRESS	
CITY - ST - ZIP	<b>HINGHAM MA</b>	5.4 CITY - ST - ZIP	
TITLE	<b>VS</b>	6.1 TITLE	
NAME	<b>O'CONNELL, RICHARD</b>	6.2 NAME	
STREET ADDRESS	<b>175 BEAL STREET</b>	6.3 STREET ADDRESS	
CITY - ST - ZIP	<b>HINGHAM MA</b>	6.4 CITY - ST - ZIP	

14. 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)(b), 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, as provided, or on an attached sheet with an address.

SIGNATURE: Edward L. Larsen **Edward L. Larsen, Treasurer** 4/10/95 (617) 749-7600

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

THE TALBOTS, INC.  
175 BEAL STREET  
HINGHAM, MA 02043  
TEL: 41-111318

P31588

STATEMENT 1

LISTING OF DIRECTORS AND OFFICERS:

DIRECTORS	SOCIAL SECURITY #	TITLE	HOME ADDRESS
TAKIYA OKADA	N/A	CHAIRMAN	1-1, KANDANISHIKI-CHO, CHIYODA-KU TOKYO, 101 JAPAN
ARNOLD B. ZETCHER	493-42-7000	MEMBER	257 COMMONWEALTH AVENUE, BOSTON, MA 02116
MARK WILLES	529-52-9501	MEMBER	9200 WAYKATA BLVD., MINNEAPOLIS, MN 55428
CLARK HINKLEY	356-34-2221	MEMBER	154 WASHINGTON ST, DUXBURY, MA 02332
ELIZABETH KENNAN	144-28-4858	MEMBER	MOUNT HOLYOKE COLLEGE, SOUTHADLEY, MA 01075
HIDENORI FUTAGI	N/A	MEMBER	1-1, KANDANISHIKI-CHO, CHIYODA-KU TOKYO, 101 JAPAN
EIJI AKIYAMA	N/A	MEMBER	1-1, KANDANISHIKI-CHO, CHIYODA-KU TOKYO, 101 JAPAN
MOTOYA OKADA	N/A	MEMBER	1-1, KANDANISHIKI-CHO, CHIYODA-KU TOKYO, 101 JAPAN
MASANORU ISOGAI	N/A	MEMBER	1-1, KANDANISHIKI-CHO, CHIYODA-KU TOKYO, 101 JAPAN
<b>OFFICERS</b>			
ARNOLD B. ZETCHER	493-42-7000	PRESIDENT & CEO	257 COMMONWEALTH AVENUE, BOSTON, MA 02116
CLARK J. HINKLEY	356-34-2221	EXEC. VP & COO	154 WASHINGTON ST, DUXBURY, MA 02332
J. BRUCE ASH	172-40-4750	SENIOR VP	4838 LONGWATER WAY, TAMPA, FL 33615
EDWARD L. LARSEN	481-52-0843	SENIOR VP, TREAS	18 OLD COLONY DRIVE, DOVER, MA 02030
MICHELE M. MANDELL	203-38-8099	SENIOR VP	789 LARCHMONT ROAD, PITTSBURGH, PA 15243
RICHARD T. O'CONNELL, JR	108-42-7834	SENIOR VP, SECTY	45 BROWDALE PLACE, PORT CHESTER, NY 10573
MARY B. PASCIUCCO	020-45-3552	SENIOR VP	55 EAST INDIA ROW, BOSTON, MA 02110
RONALD L. RAMSEYER	528-58-6421	SENIOR VP	223 POWDER PTE. AVENUE, DUXBURY, MA 02332
BRUCE C. SODERHOLM	016-32-3056	SENIOR VP	245 ALDRICH ROAD, BRIDGEWATER, MA 02324
STUART M. STOLPER	079-32-3908	SENIOR VP, ASST SECTY	15 HOMESTEAD FARM DRIVE, NORWELL, MA 02061
JACQUELINE M. CORSO	167-46-1854	VP	140 MT. VERNON STREET, BOSTON, MA 02114
PAUL V. KASTNER	144-40-9843	SR VP, ASST TREAS & ASST SECTY	11 HOWES BROOK ROAD, MARSHFIELD, MA 02050
SANDY P. KATZ	073-38-8607	VP	9 MATTAKEBETT CIRCLE, SHARON, MA 02087
STEVEN J. SIEGLER	423-70-1793	VP	19 DEPEYSTER AVE, TENAFLY, NJ 07670
KATHLEEN ANN STAAB	511-52-3233	VP	36 HINKLEY RD, MILTON, MA 02188
LUCY MAIN TWEET	116-42-7925	VP	64 BROAD REACH #808, N. WEYMOUTH, MA 02191
JOHN L. FLORIO	075-50-8776	ASST SECTY	55 LOVERS LANE, FAIRFIELD, CT 06430
JUDY A. O'KEEFE	452-70-7084	VP	45 OTIS HILL ROAD, HINGHAM, MA 02043
BRUCE L. PRESCOTT	034-50-1146	VP	2205 HOCKLEY DRIVE, HINGHAM, MA 02043