STATE OF NEW YORK )

COUNTY OF NEW YORK )

who, being duly sworn, says that she saw the corporate seal of PGSC Management, Inc., a corporate general partner of PIECE GOODS SHOPS COMPANY, affixed to the foregoing instrument and that she also saw the corporation, sign and attest the same, and that he with perfect may witnessed the execution and delivery thereof as the act and deed of said corporation.

Rosly Tucker

Sworn to before me this day of August, 1982

Notary Public

STUART H. MEISTRICH Notary Public, State of New York 40. 31-4741419 Qualified in New York County Commission Expires March 30, 1983

(CONTINUED ON MEXT PAGE)