

1.) CORPORATION NAME:

J. Crew Virginia, Inc.

DUE DATE: **12/31/2011**

SCC ID NO: **05692165**

2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: **B.E.**

AUTH IN VI

CORPORATION SERVICE COMPANY

Bank of America Center, 16th Floor

1111 East Main Street

5.) STOCK INFORMATION

CLASS	AUTHORIZED
COMMON	100

RICHMOND, VA 23219

3.) CITY OR COUNTY OF VA REGISTERED OFFICE:

RICHMOND CITY

4.) STATE OR COUNTRY OF INCORPORATION:

VA

6.) PRINCIPAL OFFICE ADDRESS:

ADDRESS: 770 BROADWAY
ATTN: GENERAL COUNSEL

CITY/ST/ZIP: NEW YORK, NY 10003-

7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: NICHOLAS P LAMBERTI
TITLE: VP/CNTRLR/ASST S
ADDRESS: 770 BROADWAY
CITY/ST/ZIP/CO: NEW YORK, NY 10003-

OFFICER

DIRECTOR

NAME: STUART HASELDEN
TITLE: VP/TREAS
ADDRESS: 770 BROADWAY
CITY/ST/ZIP/CO: NY, NY 10003-

OFFICER

DIRECTOR

NAME: VINCENT ZANNA
TITLE: ASST TREASURER
ADDRESS: 770 BROADWAY
CITY/ST/ZIP/CO: NY, NY 10003-

OFFICER

DIRECTOR

NAME: JAMES S SCULLY
TITLE: CAP/CFO
ADDRESS: 770 BROADWAY
CITY/ST/ZIP/CO: NEW YORK, NY 10003-

OFFICER

DIRECTOR

NAME: JENNIFER O'CONNOR
TITLE: SECRETARY
ADDRESS: 770 BROADWAY
ATTN: J. CREW GENERAL COUNSEL
CITY/ST/ZIP/CO: NEW YORK, NY 10003-

OFFICER

DIRECTOR

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

<u>/s/ JENNIFER O'CONNOR</u>	<u>JENNIFER O'CONNOR,</u>	<u>11/1/2011</u>
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	SECRETARY PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.