

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Feb 12 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F96000004602 (6)
 1. Corporation Name
MARSHALLS OF MA, INC.



Principal Place of Business 770 COCHITUATE RD. FRAMINGHAM MA 01701	Mailing Address 770 COCHITUATE RD. FRAMINGHAM MA 01701
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26	770 Cochituate RD	09/09/1996	
22	Suite, Apt. #, etc.	27	Corp Tax 1-E	4. FEI Number	Applied For
23	City & State	28	Framingham MA	04-2261984	Not Applicable
24	Zip	29	01701	5. Certificate of Status Desired	\$8.75 Additional Fee Required
25	Country	30	US	<input type="checkbox"/>	<input type="checkbox"/>
9. Name and Address of Current Registered Agent				6. Election Campaign Financing Trust Fund Contribution	
THE UNITED STATES CORPORATION COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525				8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.	
				<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
				10. Name and Address of New Registered Agent	
				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 reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LESSER, RICHARD	1.2 NAME	
STREET ADDRESS	770 COCHITUATE RD.	1.3 STREET ADDRESS	
CITY-ST-ZIP	FRAMINGHAM MA 01701	1.4 CITY-ST-ZIP	
TITLE	V	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	APPEL, ALFRED	2.2 NAME	
STREET ADDRESS	770 COCHITUATE RD.	2.3 STREET ADDRESS	
CITY-ST-ZIP	FRAMINGHAM MA 01701	2.4 CITY-ST-ZIP	
TITLE	S	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MELTZER, JAY H	3.2 NAME	
STREET ADDRESS	770 COCHITUATE RD.	3.3 STREET ADDRESS	
CITY-ST-ZIP	FRAMINGHAM MA 01701	3.4 CITY-ST-ZIP	
TITLE	T	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WISHNER, STEVEN R	4.2 NAME	
STREET ADDRESS	770 COCHITUATE RD.	4.3 STREET ADDRESS	
CITY-ST-ZIP	FRAMINGHAM MA 01701	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CAMPBELL, DONALD	5.2 NAME	
STREET ADDRESS	770 COCHITUATE RD.	5.3 STREET ADDRESS	
CITY-ST-ZIP	FRAMINGHAM MA 01701	5.4 CITY-ST-ZIP	
TITLE	DC	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CAMMARATA, BERNARD	6.2 NAME	
STREET ADDRESS	770 COCHITUATE RD.	6.3 STREET ADDRESS	
CITY-ST-ZIP	FRAMINGHAM MA 01701	6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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 if changed, or on an attachment with an address.

SIGNATURE: *Alfred Appel* ALFRED APPEL VICE PRESIDENT JAN 28 1998 5083902328

CR2E034 (10/97)

MARSHALLS OF MA, INC.
OFFICERS & DIRECTORS
JUNE 3, 1997

PRESIDENT	RICHARD LESSER
VICE PRESIDENT	ALFRED APPEL
VICE PRESIDENT	DONALD CAMPBELL
VICE PRESIDENT	DAVID WEINER
VICE PRESIDENT	IRVING RITZ
ASSISTANT VICE PRESIDENT	JOAN KORZEC-BROWN
ASSISTANT VICE PRESIDENT	DANIEL R. MOORE
TREASURER	STEVEN R. WISHNER
ASSISTANT TREASURER\ ASSISTANT SECRETARY	MARY B. REYNOLDS
SECRETARY	JAY H. MELTZER
ASSISTANT SECRETARY	KEVIN FOX
ASSISTANT SECRETARY	ANN MCCAULEY
CHAIRMAN BOARD OF DIRECTORS	BERNARD CAMMARATA
DIRECTOR	DONALD CAMPBELL
DIRECTOR	RICHARD LESSER
BUSINESS ADDRESS (FOR ALL OF THE ABOVE):	ANNUAL MEETING FIRST TUESDAY IN JUNE
ATTN: CORP. TAX DEPT. 770 COCHITUATE ROAD FRAMINGHAM, MA 01701	TERM OF OFFICE FOR ALL OF THE ABOVE: JUNE 3, 1997 - JUNE 2, 1998