



File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS		FILED APR 26 PM 5:00 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
<b>FILING FEE \$ 188.75</b>		Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee <b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>			
1. Name and Mailing Address of Limited Liability Company <b>DOCUMENT # M96000000137</b> <del>KUSIN GURWITCH COSMETICS, L.L.C.</del> <i>Gurwitch</i> 4403 BELTWOOD PARKWAY NORTH <i>BRISTOW</i> DALLAS TX 75244 <i>Products, L.L.C.</i>		1a. Principal Place of Business Address 4403 BELTWOOD PARKWAY NORTH DALLAS TX 75244			
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country		3. Date Organized or Qualified 04/19/1996 3a. State of Formation DE	
				4. FEI Number 75-2594523 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
				5. Date of Last Report 04/21/1998 6. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
7. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301			B. Name and Address of New Registered Agent/Office Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City 400002863754--01 05/05/99--01068--019 FL Zip Code ***188.75		
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.					
SIGNATURE _____				DATE _____	
<small>(Registered Agent Accepting Appointment) (201) Registered Agent signature required when re-appointing</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
<del>MGR</del>	<del>KUSIN, GARY M</del>	<del>4403 BELTWOOD PARKWAY NORTH</del>		<del>DALLAS TX</del>	
<del>MGR</del>	<del>BRISTOW</del>				
<del>MGR</del>	<del>GURWITCH, JANET</del>	2900 WESLAYAN, STE. 415		HOUSTON TX 77027	
MGR	MARTIN, DOUGLAS	111 CENTER STREET		LITTLE ROCK AR 72201	
MGR	Gibbons, Paul	27 Boylston Street		Chestnut Hill, MA 02167	
MGR	COOK, JOHN	27 Boylston Street		Chestnut Hill, MA 02167	
MGR	TANSKY, BURTON	1618 Main Street		DALLAS, TX 75201	
					
11. I do 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 is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address.					
<b>SIGNATURE:</b> <i>J. Gurwitch / Janet Gurwitch Bristow</i> 4/1/99 713-627-2050					