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**APPROVED
AND
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**CORPORATION
ANNUAL REPORT
1995**



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

95 MAY 11 AM 11:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # N45806 (9)

1. Corporation Name
PALM BEACH POPS, INC.

Principal Place of Business Mailing Address
231 BRADLEY PLACE SUITE 201 PALM BEACH FL 33480

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified **10/29/1991** 3a. Date of Last Report **02/10/1994**
4. FEI Number **65-0294494** Applied For Not Applicable

2. Principal Place of Business 2a. Mailing Address
21. Suits, Apt. #, etc. 26. Suits, Apt. #, etc.
22. City & State 27. City & State
23. Zip Country 28. Zip Country
24. 25. 29. 30.

5. Certificate of Status Desired **\$6.75 Additional Fee Required**
6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**
7. Nonprofit with IRS 501(c)(3) Tax Exempt Status **\$68.75 Supplemental Fee Not Required**
8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent
**FITZGERALD, JAMES
231 BRADLEY PLACE
SUITE 201
PALM BEACH FL 33480**

10. Name and Address of New Registered Agent
81. Name
82. Street Address (P.O. Box Number is Not Acceptable)
83.
84. City **FL** 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
TITLE NAME STREET ADDRESS CITY-ST-ZIP
P/D LAPPIN, W. ROBERT 231 BRADELY PLACE PALM BEACH FL
D ~~MORAN, ROBERT~~ Abraham Gosman 231 BRADELY PLACE PALM BEACH FL
D BROGAN, JOHN J 231 BRADELY PLACE PALM BEACH FL
ST FITZGERALD, JAMES F. 231 BRADLEY PL PALM BCH FL
D BURNS, BRIAN P 231 BRADLEY PLACE PALM BEACH FL
D COOK, PATRICIA L 231 BRADLEY PLACE PALM BEACH FL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE D Change Addition
1.2 NAME Richard C. Pietrafesa
1.3 STREET ADDRESS 231 Bradley Place
1.4 CITY-ST-ZIP Palm Beach, FL
2.1 TITLE D Change Addition
2.2 NAME Kenneth G. Langone
2.3 STREET ADDRESS 231 Bradley Place
2.4 CITY-ST-ZIP Palm Beach, FL
3.1 TITLE D Change Addition
3.2 NAME Bernard Marcus
3.3 STREET ADDRESS 231 Bradley Place, Palm Beach, FL
4.1 TITLE D Change Addition
4.2 NAME Stephen A. Levin
4.3 STREET ADDRESS 231 Bradley Place, Palm Beach, FL
5.1 TITLE D Change Addition
5.2 NAME Jesse D. Newman
5.3 STREET ADDRESS 231 Bradley, Palm Beach, FL
6.1 TITLE D Change Addition
6.2 NAME Bernard Marden
6.3 STREET ADDRESS 231 Bradley Place, Palm Beach, FL
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 111.07(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 817, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *James F. Fitzgerald* Secretary **5/2/95 (407) 832-7677**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR