

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

FILED
May 01 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 # 365537 (0)
1. Corporation Name
SOUTHERN APPAREL CORPORATION

Principal Place of Business 12420 73RD COURT N. LARGO FL 34643 US	Mailing Address 12420 73RD COURT N. P.O. BOX 5208 LARGO FL 34643 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 12420 73rd COURT N. Suite, Apt. #, etc. 22 City & State 23 LARGO FL. Zip 24 33773		2a. Mailing Address 26 12420 73rd COURT N. Suite, Apt. #, etc. 27 City & State 28 LARGO FL. Zip 29 33773		3. Date Incorporated or Qualified 06/12/1970		4. FEI Number 59-1300127		Applied For Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees		7. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No					

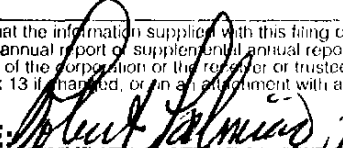
9. Name and Address of Current Registered Agent SHORT, WILLIAM W. JR. 12420 73RD CT N LARGO FL 34643		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code	
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11. Pursuant 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 _____ (Signature, typed or printed name of registered agent and true if applicable) (NOTE: Registered Agent's signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SHORT, WILLIAM W. JR.	1.2 NAME	
STREET ADDRESS	12420 73RD CT N	1.3 STREET ADDRESS	
CITY-ST-ZIP	LARGO FL	1.4 CITY-ST-ZIP	
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FLEEGER, ALLEN, E	2.2 NAME	
STREET ADDRESS	12420 73RD CT. N.	2.3 STREET ADDRESS	
CITY-ST-ZIP	LARGO FL	2.4 CITY-ST-ZIP	
TITLE	PD	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PALMIERO, ROBERT W.	3.2 NAME	
STREET ADDRESS	12420 73RD CT. N.	3.3 STREET ADDRESS	
CITY-ST-ZIP	LARGO FL	3.4 CITY-ST-ZIP	
TITLE	STD	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VARASSEE, JOHN M.	4.2 NAME	
STREET ADDRESS	12420 73RD CT. N.	4.3 STREET ADDRESS	12420 73rd COURT N.
CITY-ST-ZIP	LARGO FL	4.4 CITY-ST-ZIP	LARGO, FL 33773
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	SHORT, JOHN
CITY-ST-ZIP		5.4 CITY-ST-ZIP	12420 73rd COURT N.
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	LARGO, FL 33773

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 supplement to 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 registered agent 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 named, or in an attachment with an address.

SIGNATURE:  ROBERT PALMIERO 4-22-98 813-536-9112

CR2E034 (10/97)