FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION
ANNUAL REPORT
1995

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

DOCUMENT # 496811 (1)

1. Corporate Name
ADAM'S RIB BOUTIQUE, INC.

Principal Place of Business
14091-G EMERALD COAST CEN
EMERALD COAST PKWY
DESTIN FL 32541
US

Mailing Address
108 BEAL PKWY. S
FT. WALTON BCH. FL 32548
US

95 MAY -1 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 02/17/1976
3a. Date of Last Report: 05/01/1994

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

4. FEI Number: 59-1665325
Applied For / Not Applicable

5. Certificate of Status Desired [ ] $8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution [ ] $5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes. [✓] Yes [ ] No

9. Name and Address of Current Registered Agent
DOWD, JOHN R.
633 PELICAN DR.
FT. WALTON BEACH FL 32548

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 Section 607.0501 and 607.0505, Florida Statutes, the above named corporation submits the 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: [illegible]

12. OFFICER AND DIRECTORS

TITLE	PD
NAME	MOORE, BILLIE G.
STREET ADDRESS	598 L'OMBRE CT., NE
CITY, ST, ZIP	FT. WALTON BEACH FL
TITLE	STD
NAME	QUIGLEY, TINA GAIL
STREET ADDRESS	100 MARYLAND ST.
CITY, ST, ZIP	FT. WALTON BEACH FL
TITLE	D
NAME	DOWD, JOHN R.
STREET ADDRESS	633 PELICAN DR.
CITY, ST, ZIP	FT. WALTON BEACH FL

13. ADDITIONS, CHANGES TO OFFICER AND DIRECTORS IN 12 — [ ] Change [ ] Addition

14. I hereby certify that the information supplied with this report, although formatted and/or not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on the annual report or supplemental annual report is true and correct 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 designated to make this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or Block 13 or is attached. All fees are due.

SIGNATURE: Billie G. Moore — 4-27-95 — 904-833-7101
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — DATE — DAYTIME PHONE NUMBER

0390900 CP