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PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS

FILED Apr 22, 1999 8:00 am Secretary of State

04-22-1999 90185 040 \*\*\*150.00

DOCUMENT # 825191

1. Corporation Name ROLLS-ROYCE MOTOR CARS INC.

Principal Place of Business 140 EAST RIDGEWOOD AVE PARAMUS NJ 07652 US

Mailing Address 140 EAST RIDGEWOOD AVE PARAMUS NJ 07652 US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 10/13/1970

4. FEI Number 13-5660016 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 owes the current year intangible Personal Property Tax.  Yes  No

2. Principal Place of Business 21 140 EAST Ridgewood Ave Suite, Apt. #, etc. 22 Paramus N.J. 07652 City & State 23 Zip 07652 Country 25

2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 30 Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324

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 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE D  DELETE NAME SANDERS, KEITH STREET ADDRESS 140 EAST RIDGEWOOD AVENUE CITY-ST-ZIP PARAMUS NJ

TITLE SD  DELETE NAME KENNEDY, WILLIAM P STREET ADDRESS 140 EAST RIDGEWOOD AVE. CITY-ST-ZIP PARAMUS NJ

TITLE PD  DELETE NAME MILLER, DEAN STREET ADDRESS 140 EAST RIDGEWOOD AVE. CITY-ST-ZIP PARAMUS NJ

TITLE PD  DELETE NAME ALASDAIR STEWART STREET ADDRESS CITY-ST-ZIP

TITLE  DELETE NAME STREET ADDRESS CITY-ST-ZIP

TITLE  DELETE NAME STREET ADDRESS CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE  Change  Addition 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP

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3.1 TITLE  Change  Addition 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP

4.1 TITLE PD ALASDAIR STEWART  Change  Addition 4.2 NAME 140 EAST Ridgewood Ave 4.3 STREET ADDRESS PARAMUS, N.J. 07652 4.4 CITY-ST-ZIP

5.1 TITLE  Change  Addition 5.2 NAME LAWRENCE C CHELSEA 5.3 STREET ADDRESS 140 EAST Ridgewood Ave 5.4 CITY-ST-ZIP PARAMUS N.J. 07652

6.1 TITLE  Change  Addition 6.2 NAME 6.3 STREET ADDRESS 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, with all other like empowered.

SIGNATURE: [Signature] REQUIRED

Date 4/19/99 Daytime Phone # (201) 967-9100

CR2E034 (1/98)