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Jan 29 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 831601 (0)
1. Corporation Name
MORSE SHOE, INC.



Principal Place of Business
555 TURNPIKE ST.
CANTON MA 02021

Mailing Address
555 TURNPIKE ST.
CANTON MA 02021-2724

3. Date Incorporated or Qualified
12/28/1973

3a. Date of Last Report
06/27/1996

2. Principal Place of Business	2a. Mailing Address	4. FEI Number 04-1638796	Applied For Not Applicable
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
22. City & State	27. City & State	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
23. Zip	28. Zip	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
24. Country	29. Country		

9. Name and Address of Current Registered Agent
C T 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD SOCO, JERRY M 555 TURNPIKE ST. CANTON MA	1.1 TITLE	President/Secretary Alan I. Weinstein 555 Turnpike St. Canton, MA 02021
NAME		1.2 NAME	
STREET ADDRESS		1.3 STREET ADDRESS	
CITY- ST- ZIP		1.4 CITY- ST- ZIP	
TITLE	VS WEINSTEIN, ALAN I 555 TURNPIKE ST CANTON MA	2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY- ST- ZIP		2.4 CITY- ST- ZIP	
TITLE	VT ROSENBERG, PHILIP G 555 TURNPIKE ST. CANTON MA	3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY- ST- ZIP		3.4 CITY- ST- ZIP	
TITLE	D BAKER, SHERMAN N 780 BOULSTON ST. BOSTON MA	4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY- ST- ZIP		4.4 CITY- ST- ZIP	
TITLE	D CLIFFORD, J. C 104 LINCOLN RD. WAYLAND MA	5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY- ST- ZIP		5.4 CITY- ST- ZIP	
TITLE	D CRUCE, ERVIN D 6233 INDIAN CREEK FT. WORTH TX	6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY- ST- ZIP		6.4 CITY- ST- ZIP	

14. I do hereby certify that the information supplied on 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.

SIGNATURE:  Mark T. Beaudouin, 1/23/97 617-828-9300
SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (9/96)

MORSE SHOE, INC. (DE)
OFFICERS AND DIRECTORS

OFFICE	NAME	BUSINESS ADDRESS	HOME ADDRESS
President & Acting Chief Executive Officer, Secretary	Alan I. Weinstein	555 Turnpike Street Canton, MA 02021	13 Kings Road Sharon, MA 02067
Executive V. P., Acting Chief Financial Officer, Treasurer	Philip G. Rosenberg	555 Turnpike Street Canton, MA 02021	36 Castle Drive Sharon, MA 02067
Assistant Secretary	Mark T. Beaudouin	555 Turnpike Street Canton, MA 02021	65 Glen Street Dover, MA 02030
Director	Sherman N. Baker	555 Turnpike Street Canton, MA 02021	780 Boylston St., #27D Boston, MA 02199
Director	J. Christopher Clifford	Berkshire Partners One Boston Place Boston, MA 02108	104 Lincoln Road Wayland, MA 01778
Director	Ervin D. Cruce	5212 Pershing Ave. Fort Worth, TX 76107	6233 Indian Creek Fort Worth, TX 76102
Director	David Pulver	Cornerstone Capital, Inc. 16 Cobblefield Dr. Mendham, NJ 07058	SAME
Director	Melvin Rosenblatt	The Day Building 306 Main Street Worcester, MA 01608	79 Barry Road Worcester, MA 01601
Director	Stanley Simon	Stanley Simon & Assoc. 70 Pine Street NY, NY 10005	44 E. 67th Street NY, NY 10005
Director	Nancy Ryan	Pro Media, Inc. 160 Gould Street Needham, MA 02194	20 Lantern Road Framingham, MA 01701
Director	Douglas Kahn	Royal Home Fashions 2202 Eastview St. Durham, NC 27702	400 Tharps Lane Raleigh, NC 27614
Director	Alan I. Weinstein	555 Turnpike Street Canton, MA 02021	13 Kings Road Sharon, MA 02067