

2009 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# F07000004161

FILED
Apr 24, 2009
Secretary of State

Entity Name: CASTLE BRANDS (USA) CORP.

Current Principal Place of Business:

570 LEXINGTON AVE 29TH FLOOR
NEW YORK, NY 10022

New Principal Place of Business:

122 EAST 42ND STREET
SUITE 4700
NEW YORK, NY 10168

Current Mailing Address:

570 LEXINGTON AVE 29TH FLOOR
NEW YORK, NY 10022

New Mailing Address:

122 EAST 42ND STREET
SUITE 4700
NEW YORK, NY 10168

FEI Number: 51-0475156

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE, FL 32301 US

Name and Address of New Registered Agent:

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent

Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: PRES () Delete
Name: MARSH, DONALD
Address: 570 LEXINGTON AVE 29TH FLOOR
City-St-Zip: NEW YORK, NY 10022

Title: D () Delete
Name: SPILLANE, T. KELLEY
Address: 570 LEXINGTON AVE 29TH FLOOR
City-St-Zip: NEW YORK, NY 10022

Title: DIR (X) Delete
Name: BELLINGER, KEITH A
Address: 570 LEXINGTON AVE 29TH FLOOR
City-St-Zip: NEW YORK, NY 10022

Title: SVP () Delete
Name: WEINBERG, SETH B
Address: 570 LEXINGTON AVE 29TH FLOOR
City-St-Zip: NEW YORK, NY 10022

Title: S () Delete
Name: WEINBERG, SETH B
Address: 570 LEXINGTON AVE 29TH FLOOR
City-St-Zip: NEW YORK, NY 10022

Title: CFO () Delete
Name: SMALL, ALFRED
Address: 570 LEXINGTON AVE 29TH FLOOR
City-St-Zip: NEW YORK, NY 10022

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: PRES (X) Change () Addition
Name: MARSH, DONALD
Address: 122 EAST 42ND STREET
City-St-Zip: NEW YORK, NY 10168

Title: EVP (X) Change () Addition
Name: SPILLANE, T. KELLEY
Address: 122 EAST 42ND STREET
City-St-Zip: NEW YORK, NY 10168

Title: () Change () Addition
Name:
Address:
City-St-Zip:

Title: SVP (X) Change () Addition
Name: WEINBERG, SETH B
Address: 122 EAST 42ND STREET
City-St-Zip: NEW YORK, NY 10168

Title: S (X) Change () Addition
Name: WEINBERG, SETH B
Address: 122 EAST 42ND STREET
City-St-Zip: NEW YORK, NY 10168

Title: CFO (X) Change () Addition
Name: SMALL, ALFRED J
Address: 122 EAST 42ND STREET
City-St-Zip: NEW YORK, NY 10168

I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: ALFRED J. SMALL

CFO

04/24/2009

Electronic Signature of Signing Officer or Director

Date