2002 UNIFORM BUSINESS REPORT (UBR)

May 19, 2002 8:00 am Secretary of State DOCUMENT # F94000001635 1. Entity Name 05-19-2002 90119 001 ***300.00 CARLYLE & CO. OF MONTGOMERY Mailing Address Principal Place of Business P.O. BOX 21768 P.O. BOX 21768 GREENSBORO NC 27420-1768 GREENSBORO NC 27420-1768 3. Mailing Address 2. Principal Place of Business DO NOT WRITE IN THIS SPACE Suite, Apt. #, etc. Suite, Apt. #, etc. Applied For 4. FEI Number City & State City & State 56-1137865 Not Applicable \$8.75 Additional Country Zip Country 5. Certificate of Status Desired Fee Required 7. Name and Address of New Registered Agent 6. Name and Address of Current Registered Agent Name CASTELLI. WILLIAM Street Address (P.O. Box Number is Not Acceptable) 4041 SUNBEAM RD. SUITE 1 Zip Code City JACKSONVILLE FL 32257 8. 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 (NOTE: Registered Agent signature required when reinstating) Signature, typed or printed name of registered agent and title if applicable. FILE NOW!!! FEE IS \$150.00 9. This corporation is eligible to satisfy its Intangible 10. Election Campaign Financing \$5.00 May Be After May 1, 2002 Fee will be \$550.00 Tax filing requirement and elects to do so. Added to Fees Trust Fund Contribution. Make Check Payable to Department of State (See criteria on back) OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 12. 11. ☐ Addition ☐ Change TITLE Delete TITLE PD.... NAME COHEN, LAWRENCE M NAME STREET ADDRESS STREET ADDRESS 4615 DUNDAS DR. CITY-ST-ZIP **GREENSBORO NC 27407** CITY-ST-ZIP ☐ Addition ☐ Channe TITLE □ Defete TITLE **QTV** NAME NAME COHEN, JOHN K STREET ADDRESS STREET ADDRESS 4615 DUNDAS DR. \ CITY-ST-ZIP CiTY-ST-7IP **GREENSBORO NC 27407** Change - Addition TITLE Detete TITLE VD. NAME NAME COHEN, RUSSELL L STREET ADDRESS STREET ADDRESS 4615 DUNDAS DR. CITY-ST-ZIP CITY-ST-ZIP **GREENSBORO NC 27407** ☐ Change Addition ☐ Delete TITLE TITLE NAME NAME BACKER, RICHARD I STREET ADDRESS STREET ADDRESS 4615 DUNDAS DR. CITY-ST-ZIP CITY-ST-ZIP **GREENSBORO NC 27407** ☐ Change Addition ☐ Delete TITLE VASD NAME BERNSTEIN, MARTIN M STREET ADDRESS STREET ADDRESS 4615 DUNDAS DR. CITY-ST-ZIP CITY-ST-ZIP **GREENSBORO NC 27407** ☐ Change ☐ Addition ☐ Delete TITLE TITLE NAME NAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-ST-7IP 13. 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 report or supplemental 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 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE AND TYPED OR PRINTED NAME

FILED

Aftechments Carlyle & CO. JEWELERS AND SUBSIDIARIES # F940000 1436

Founded in 1922 By Ned W. Cohen 1899 - 1975

DIRECTORS

Richard I. Backer Martin M. Bernstein Ray D. Berry

Audit Committee: Ray D. Berry, Chairman Ann I. Cranford Robert O. Klepfer, Jr Guy Leeser

John K. Cohen Lawrence M. Cohen Russell L. Cohen

Executive Committee: Lawrence M. Cohen, Chairman John K. Cohen Russell L. Cohen

Ann I. Cranford Robert O. Klepfer, Jr. **Guy Leeser**

Compensation Committee: Ray D. Berry, Chairman Robert O. Klepfer, Jr

OFFICERS

Russell L. Cohen Chairman, Co-Chief Executive Officer

> Lawrence M. Cohen Vice Chairman

John K. Cohen President. Co-Chief Executive Officer

Richard I. Backer Executive Vice President, Corporate Development Assistant Secretary

Martin M. Bernstein Executive Vice President, Real Estate Assistant Secretary

General Counsel: Stern & Klepfer, LLP Greensboro, North Carolina

Transfer Agent Class A Common Stock: First Citizens Bank Raleigh, North Carolina

Auditors: KPMG LLP Greensboro, North Carolina

Transfer Agent Class B Common Stock: First Citizens Bank Raleigh, North Carolina