FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

PROFIT CORPORATION ANNUAL REPORT
1996

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

DOCUMENT # F94000003564 (1)

1. Corporation Name

PLAYTEX PRODUCTS, INC.

Principal Place of Business: P.O. BOX 7016, DOVER DE 19903-1516

Mailing Address: P.O. BOX 7016, DOVER DE 19903-1516

3. Date Incorporated or Qualified: 07/07/1994
3a. Date of Last Report: 05/01/1995
4. FEI Number: 51-0312772 [ ] 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

2. Principal Place of Business
21 ___ Suite, Apt. #, etc.
22 ___ City & State
23 ___ Zip ___ Country
24 ___ 25 ___

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

9. **Name and Address of Current Registered Agent**

CT CORPORATION SYSTEM
1200 S. PINE ISLAND RD.
PLANTATION FL 33324

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 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 ___ DATE ___

12. OFFICERS AND DIRECTORS

	Title	Name	Street Address	City-St-Zip	Delete
	DC	SMILOW, JOEL E	100 BEACHSIDE AVE.	GREENSFARMS CT 06436	[ ] DELETE
	DC	SOTOS, HERCULES P	12 DOGWOOD LANE	GREENWICH CT 06830	[X] DELETE
	D	FORBES, WALTER A	707 SUMMER ST.	STAMFORD CT 06902	[X] DELETE
	D	LEE, JOHN J	72 CUMMINGS POINT RD.	STAMFORD CT 06902	[X] DELETE
	D	LEE, THOMAS H	75 STATE ST., #2600	BOSTON MA 02109	[X] DELETE
	D	MCCARVILLE, MARK J	3 FIRST NATIONAL PLAZA	CHICAGO IL 60602	[X] DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

	Title	Name	Street Address	City-St-Zip	Change/Addition
1	D		315 Post Road West	Westport, CT 06880	[X] Change [ ] Addition
2	D/C	Robert B. Haas	300 Crescent Court, Ste 1700	Dallas, TX 75201	[ ] Change [X] Addition
3	D	Douglas D. Wheat	300 Crescent Court, Ste 1700	Dallas, TX 75201	[ ] Change [X] Addition
4	D/C	Michael R. Gallagher	300 Nyala Farms Road	Westport, CT 06880	[ ] Change [X] Addition
5	D/C	Michael F. Goss	300 Nyala Farms Road	Westport, CT 06880	[ ] Change [X] Addition
6	AS	Glenn A. Forbes	50 North DuPont Highway	Dover, DE 19901	[ ] Change [X] Addition

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(k), 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: [signature] Glenn A. Forbes, Assistant Secretary — 4/25/96 — (302) 674-6000

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

CR2E034 (12/95)