

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT  
CORPORATION  
ANNUAL REPORT  
1996



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

DOCUMENT # F95000002119

1. Corporation Name

Win Realty Holding II, Inc.

Principal Place of Business

Mailing Address

(same)

1440 Broadway, Suite 1070  
New York, NY 10018

3. Date Incorporated or Qualified

3a. Date of Last Report

04/18/95

2. Principal Place of Business

2a. Mailing Address

21

26

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23

28

Zip

Country

Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

CT Corporation System  
1200 S. 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

10. Name and Address of New Registered Agent

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 of Registered Agent or Director (Print Name and Title)

DATE

12. OFFICERS AND DIRECTORS

| TITLE | NAME               | STREET ADDRESS             | CITY, ST, ZIP     | DELETE                   |
|-------|--------------------|----------------------------|-------------------|--------------------------|
| PTD   | Kendrick, Brian    | 12 E 49th St., 19th FL     | New York, NY      | <input type="checkbox"/> |
| VD    | Gilinsky, Stanley  | 1140 Broadway, #1070       | New York, NY      | <input type="checkbox"/> |
| VAS   | Suglia, Victor     | 555 Tuckahoe Road          | Yonkers, NY 10710 | <input type="checkbox"/> |
| VTD   | Zanino, Richard F. | 12 E. 49th St., 19th Floor | New York, NY      | <input type="checkbox"/> |
| AT    | Robert Vill        | 12 E 49th St., 17 Floor    | New York, N.Y.    | <input type="checkbox"/> |
| VAS   | Kry, Janus         | 12 E. 49th St.             | New York, N.Y.    | <input type="checkbox"/> |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

| 1. TITLE | 2. NAME | 3. STREET ADDRESS | 4. CITY, ST, ZIP | 5. CHANGE                | 6. ADDITION              |
|----------|---------|-------------------|------------------|--------------------------|--------------------------|
| 1. TITLE | 2. NAME | 3. STREET ADDRESS | 4. CITY, ST, ZIP | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. TITLE | 2. NAME | 3. STREET ADDRESS | 4. CITY, ST, ZIP | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. TITLE | 3. NAME | 3. STREET ADDRESS | 3. CITY, ST, ZIP | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. TITLE | 4. NAME | 4. STREET ADDRESS | 4. CITY, ST, ZIP | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. TITLE | 5. NAME | 5. STREET ADDRESS | 5. CITY, ST, ZIP | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. TITLE | 6. NAME | 6. STREET ADDRESS | 6. CITY, ST, ZIP | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. TITLE | 7. NAME | 7. STREET ADDRESS | 7. CITY, ST, ZIP | <input type="checkbox"/> | <input type="checkbox"/> |

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-04/03/96--01012--017  
\*\*\*200.00

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

V.P. & Act Secy, 4/1/96 914-771-3855

DATE

CR2E034 (12/95)