

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
May 01 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
--	---	--

DOCUMENT # F95000002345 (5)

1. Corporation Name

SANDHURST ASSOCIATES, LTD., INC.

Principal Place of Business

% FISHER BROTHERS
299 PARK AVE.
NEW YORK NY 10171

Mailing Address

% FISHER BROTHERS
299 PARK AVE.
NEW YORK NY 10171



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 05/11/1995	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 13-3653500	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS ST.
SUITE 105
TALLAHASSEE FL 32301

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	PO	1.1 TITLE	
NAME	WHALEN, JOHN J	1.2 NAME	
STREET ADDRESS	299 PARK AVE.	1.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10171	1.4 CITY-ST-ZIP	
TITLE	V	2.1 TITLE	
NAME	FISHER, KENNETH	2.2 NAME	
STREET ADDRESS	299 PARK AVE.	2.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10171	2.4 CITY-ST-ZIP	
TITLE	S	3.1 TITLE	
NAME	KLEINER, SAM	3.2 NAME	
STREET ADDRESS	299 PARK AVE.	3.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10171	3.4 CITY-ST-ZIP	
TITLE	T	4.1 TITLE	
NAME	ROSENBERG, SAMUEL	4.2 NAME	
STREET ADDRESS	299 PARK AVE.	4.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10171	4.4 CITY-ST-ZIP	
TITLE	D	5.1 TITLE	
NAME	FISHER, M. ANTHONY	5.2 NAME	
STREET ADDRESS	299 PARK AVE.	5.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10171	5.4 CITY-ST-ZIP	
TITLE	D	6.1 TITLE	
NAME	FISHER, ARNOLD	6.2 NAME	
STREET ADDRESS	299 PARK AVE.	6.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10171	6.4 CITY-ST-ZIP	

14. 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 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:

Sam Rosenberg, 4/22/98 (212) 752-5000
Treasurer

CR2E034 (10/97)