

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROFIT
CORPORATION
ANNUAL REPORT
1996



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

DOCUMENT # F95000002505 (4)

1. Corporation Name

HEROES WORLD DISTRIBUTION, INC.

Principal Place of Business

961 ROUTE 10 EAST
RANDOLPH NJ 07869

Mailing Address

961 ROUTE 10 EAST
RANDOLPH NJ 07869

APPROVED
AND
FILED

1996 JUL 15 PM 12:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

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

3. Date Incorporated or Qualified

05/23/1995

3a. Date of Last Report

4. FEI Number

13-3801546

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

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 of officer or principal named in registered agent and tax applications

(NOTE: Registered Agent's signature required when re-appointing)

Date

12. OFFICERS AND DIRECTORS

TITLE D
NAME BEVINS, WILLIAM C
STREET ADDRESS 35 EAST 62ND ST.
CITY-ST-ZIP NEW YORK NY 10021

DELETE

TITLE DV
NAME STEWART, TERRY C
STREET ADDRESS 387 PARK AVENUE SOUTH
CITY-ST-ZIP NEW YORK NY 10016

DELETE

TITLE DV
NAME SHAPIRO, PAUL E
STREET ADDRESS 387 PARK AVENUE SOUTH
CITY-ST-ZIP NEW YORK NY 10016

DELETE

TITLE PCOO
NAME SNYDER, IVAN
STREET ADDRESS 961 ROUTE 10 EAST, BLDG. L
CITY-ST-ZIP RANDOLPH NJ 07869

DELETE

TITLE VCFO
NAME JENKINS, BOBBY G
STREET ADDRESS 387 PARK AVENUE SOUTH
CITY-ST-ZIP NEW YORK NY 10016

DELETE

TITLE VS
NAME LOSEY, ROBERT L
STREET ADDRESS 387 PARK AVENUE SOUTH
CITY-ST-ZIP NEW YORK NY 10016

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE President

1.2 NAME Snyder, Ivan

1.3 STREET ADDRESS 961 Route 10 East, Building L

1.4 CITY-ST-ZIP Randolph NJ 07869

2.1 TITLE Senior Vice President, Gen. COO

2.2 NAME Greenebaum, Thomas E.

2.3 STREET ADDRESS 961 Route 10 East

2.4 CITY-ST-ZIP Randolph NJ 07869

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY-ST-ZIP

Change Addition

Change Addition

Change Addition

Change Addition

Change Addition

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

7/9/96

212-696-0808

CR2E034 (3/96)