FILE NOW: FILING FEE AFTER MAY 1ST IS \$550,00

FILED Feb 26 1998 8:00am PROFIT FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham Secretary of State **ANNUAL REPORT** Secretary of State DIVISION OF CORPORATIONS 1998 DOCUMENT # F95000005214 (0) DELAWARE FORMAN ENTERPRISES, INC. Principal Place of Business Mailing Address 178 THORN HILL ROAD 178 THORN HILL ROAD WARRENDALE PA 15086 WARRENDALE PA 15086 DO NOT WRITE IN THIS SPACE 10/20/1995 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 51-0369505 178 Thorn Hill Road 178 Thorn Hill Road 21 26 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Regulred 22 City & State City & State 6. Election Campaign Financing \$5.00 May Be Warrendale, П Added to Fees Warrendale, Trust Fund Contribution Country Country 8. This corporation owes or has paid the current year Intangible 15086 25 Allegheny 29 30 Allegheny Yes Personal Property Tax due June 30. 9, Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent CORPORATION SERVICE COMPANY 1201 HAYS STREET 82 Street Address (P.O. Box Number is Not Acceptable) TALLAHASSEE FL 32301-2525 83 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, 1 am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes. SIGNATURE (NOTE Registered Agent signature required when reinstating) Signature, typod or printed harve of registerial agent and title if applicable ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. OFFICERS AND DIRECTORS 13. Change Addition DELETE TITLE 1.1 TITLE Chairman/CEO FORMAN, SAM NAME 1.2 NAME Forman, Sam 178 THORN HILL ROAD STREET ADDRESS 1.3 STREET ADDRESS 178 Thorn Hill Road WARRENDALE PA CITY-S1-7IP 1.4 CITY-ST-ZIP Warrendale, PA 15086 AS DELETE Change TITLE 21 TITLE GERAMITA, GARY 2.2 NAME NAME 178 THORN HILL ROAD STREET ADDRESS 2.3 STREET ADDRESS WARRENDALE PA CHY-ST-ZIP 2 4 CITY-ST-ZIP DELETE Change Addition TIFLE 3 1 TITLE WEISS, MICHAEL NAME 32 NAME 178 THORN HILL ROAD STREET ADDRESS 3.3 STREET ADDRESS WARREMDE PA CITY-ST-ZIP 3.4. CITY - ST - ZIP DELETE Addition TITLE 4.1 TITLE President FORMAN, BRETT NAME 4. 2 NAME 178 THORN HILL STREET ADDRESS 4.3 STREET ADDRESS WARRENDALE PA CITY - ST - ZIP 4.4 CITY - ST - ZIP DELETE Addition TITLE See Attached List For Full' NAME Listing of Directors & Offic STREET ADDRESS EN STREET ADDRESS CITY-ST-ZIP 54 CiTY-ST-ZIP DELETE Change TITLE 61 TITLE

6.2 NAME

6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

SIGNATURE:

NAME

STREET ADDRESS

14. Thereby 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 supplied entural 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 to receive or truestee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if charged to my national with an address.

Forman Enterprises, Inc. American Eagle Outlets/American Outpost

DIRECTORS

Sam Forman	1241 Freedom Road, Cranberry Twp., PA 1606
Brett Forman	1241 Freedom Road, Cranberry Twp., PA 1606
Larry Ashinoff	1241 Freedom Road, Cranberry Twp., PA 1606
Donald Hecht	1241 Freedom Road, Cranberry Twp., PA 1606

OFFICERS

Sam Forman, Chairman & CEO	1241 Freedom Road, Cranberry Twp., PA 16066
Larry Ashinoff, Vice Chairman	1241 Freedom Road, Cranberry Twp., PA 16066
Brett Forman, President	1241 Freedom Road, Cranberry Twp., PA 16066
Howard Katcher, Executive Vice President & COO	1241 Freedom Road, Cranberry Twp., PA 16066
Kenneth Durrett, Vice President & CFO	1241 Freedom Road, Cranberry Twp., PA 16066
Wendy Forman, Vice President - Merchandising	1241 Freedom Road, Cranberry Twp., PA 16066
Michael A. Weiss , Secretary	1241 Freedom Road, Cranberry Twp., PA 16066