

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

FILED
Jan 29 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997
 FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS



DOCUMENT # F96000002681 (2)
 1. Corporation Name
RALPH LAUREN FOOTWEAR CO., INC.



Principal Place of Business: **220 DONALD J. LYNCH BLVD MARLBORO MA 01752**
 Mailing Address: **220 DONALD J. LYNCH BLVD MARLBORO MA 01752-4708**

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	3a. Date of Last Report
21 Suite, Apt. #, etc		26 Suite, Apt. #, etc.		05/29/1996	
22 City & State		27 City & State		4. FEI Number	Applied For
23 Zip		28 Zip		04-3241042	Not Applicable
24 Country		29 Country		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

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324				81 Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
				83			
				84 City			

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 _____
Signature typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CD <input checked="" type="checkbox"/> DELETE	1.1 TITLE	DV <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	DUNCAN, PAUL R	1.2 NAME	Kenneth Watchmaker
STREET ADDRESS	100 TECHNOLOGY CENTER DRIVE	1.3 STREET ADDRESS	100 Technology Center Drive
CITY - ST - ZIP	STOUGHTON MA	1.4 CITY - ST - ZIP	Stoughton, MA 02072
TITLE	VD <input checked="" type="checkbox"/> DELETE	2.1 TITLE	DVS <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	DOUGLAS III, JOHN B	2.2 NAME	Barry Nagler
STREET ADDRESS	100 TECHNOLOGY CENTER DRIVE	2.3 STREET ADDRESS	100 Technology Center Drive
CITY - ST - ZIP	STOUGHTON MA	2.4 CITY - ST - ZIP	Stoughton, MA 02072
TITLE	TD <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VANNONI, LEO S	3.2 NAME	
STREET ADDRESS	100 TECHNOLOGY CENTER DRIVE	3.3 STREET ADDRESS	
CITY - ST - ZIP	STOUGHTON MA	3.4 CITY - ST - ZIP	
TITLE	P <input checked="" type="checkbox"/> DELETE	4.1 TITLE	P <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	MARTINEZ, ANGEL	4.2 NAME	Merle Sloss
STREET ADDRESS	220 DONALD J. LYNCH BLVD	4.3 STREET ADDRESS	220 Donald J. Lynch Blvd.
CITY - ST - ZIP	MARLBORO MA	4.4 CITY - ST - ZIP	Marlboro, MA 01752
TITLE	V <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MARTINEZ, ANGEL	5.2 NAME	
STREET ADDRESS	220 DONALD J. LYNCH BLVD	5.3 STREET ADDRESS	
CITY - ST - ZIP	MARLBORO MA	5.4 CITY - ST - ZIP	
TITLE	V <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DUFFY, J K	6.2 NAME	
STREET ADDRESS	100 TECHNOLOGY CENTER DRIVE	6.3 STREET ADDRESS	
CITY - ST - ZIP	STOUGHTON MA	6.4 CITY - ST - ZIP	

14. I do 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, changed, or on an attachment with an address.

SIGNATURE: _____ DATE: January, 1997
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
 617-341-5000
Date Daytime Phone #

CR2E034 (9/96)

RALPH LAUREN FOOTWEAR CO., INC.

OFFICERS AND DIRECTORS ADDRESSES:

**Merle Sloss
President
220 Donald J. Lynch Boulevard
Marlboro, MA 01752**

**Kenneth Watchmaker
Vice President and Director
100 Technology Center Drive
Stoughton, MA 02072**

**Barry Nagler
Vice President and Clerk and Director
100 Technology Center Drive
Stoughton, MA 02072**

**Leo S. Vannoni
Treasurer and Director
100 Technology Center Drive
Stoughton, MA 02072**

**Anthony J. Tiberii
Executive Vice President and Chief Financial Officer
220 Donald J. Lynch Boulevard
Marlboro, MA 01752**

**Angel Martinez
Executive Vice President
220 Donald J. Lynch Boulevard
Marlboro, MA 01752**

**Mary Ann Alford
Vice President
100 Technology Center Drive
Stoughton, MA 02072**

**J. Kevin Duffy
Vice President
100 Technology Center Drive
Stoughton, MA 02072**

**Diana L. Wainrib
Assistant Clerk
220 Donald J. Lynch Boulevard
Marlboro, MA 01752**