

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

FILED
Jan 26 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F96000005137 (2)
 1. Corporation Name
BLUE TEE CORP.

Principal Place of Business 250 PARK AVE S., 2ND FLOOR NEW YORK NY 10003	Mailing Address 250 PARK AVE S., 2ND FLOOR NEW YORK NY 10003
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/19/1996	
21 Suite, Apt. #, etc.	22 City & State	23 Zip	24 Country	25	26
27 Suite, Apt. #, etc.		28 City & State		29	
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9. Name and Address of Current Registered Agent
CORPORATION SERVICE COMPANY
1201 HAYS STREET
TALLAHASSEE FL 32301-2525

10. Name and Address of New Registered Agent
 81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City
 85 Zip Code
FL

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CPD SECRETIST, RICHARD A	1.1 TITLE	
NAME	SECRETIST, RICHARD A	1.2 NAME	
STREET ADDRESS	96 PROSPECT HILL AVE	1.3 STREET ADDRESS	
CITY-ST-ZIP	SUMMIT NJ	1.4 CITY-ST-ZIP	
TITLE	CEO SECRETIST, RICHARD A	2.1 TITLE	
NAME	SECRETIST, RICHARD A	2.2 NAME	
STREET ADDRESS	96 PROSPECT HILL AVE	2.3 STREET ADDRESS	
CITY-ST-ZIP	SUMMIT NJ	2.4 CITY-ST-ZIP	
TITLE	VD KELLY, WILLIAM M	3.1 TITLE	
NAME	KELLY, WILLIAM M	3.2 NAME	
STREET ADDRESS	349 STERLING RD	3.3 STREET ADDRESS	
CITY-ST-ZIP	HARRISON NY 10528	3.4 CITY-ST-ZIP	
TITLE	D POLLAN, BERT	4.1 TITLE	
NAME	POLLAN, BERT	4.2 NAME	
STREET ADDRESS	1000 N. LAKE SHORE DR #2205	4.3 STREET ADDRESS	
CITY-ST-ZIP	CHICAGO IL	4.4 CITY-ST-ZIP	
TITLE	VTS SMITH, GLENN A	5.1 TITLE	
NAME	SMITH, GLENN A	5.2 NAME	
STREET ADDRESS	1370 JOHNSON DR	5.3 STREET ADDRESS	
CITY-ST-ZIP	WATCHUNG NJ 07060	5.4 CITY-ST-ZIP	
TITLE	VCAS ALLDIAN, DAVID P	6.1 TITLE	
NAME	ALLDIAN, DAVID P	6.2 NAME	
STREET ADDRESS	94 CEDAR ISLAND DR	6.3 STREET ADDRESS	
CITY-ST-ZIP	BRICK NJ 08723	6.4 CITY-ST-ZIP	

641 POINT AVENUE
 BRICK, NJ 08724

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 zip address.

SIGNATURE: *JERRY D'AURIA* Controller 1/6/98 212 598-0889

CR2E034 (10/97)

THE OFFICERS & DIRECTORS OF BLUE TEE CORP.

AS OF DECEMBER 31, 1997

<u>TITLE</u>	<u>OFFICERS/DIRECTORS NAME:</u>	<u>SOCIAL SECURITY #</u>
<u>CHAIRMAN OF THE BOARD/PRESIDENT CHIEF EXECUTIVE OFFICER/DIRECTOR</u>	<u>MR. RICHARD A. SECRIST</u> 96 PROSPECT HILL AVENUE SUMMIT, N.J. 07901	266-68-6733
<u>EXECUTIVE VICE PRESIDENT/DIRECTOR</u>	<u>MR. WILLIAM M. KELLY</u> 349 STERLING ROAD HARRISON, NEW YORK 10528	073-38-5422
<u>VICE PRESIDENT/TREASURER/SECRETARY</u>	<u>MR. GLENN A. SMITH</u> 1370 JOHNSON DRIVE WATCHUNG, N. J. 07060	171-36-8671
<u>VICE PRESIDENT/CONTROLLER ASSISSTANT SECRETARY</u>	<u>MR. DAVID P. ALLDIAN</u> 641 POINT AVENUE BRICK, N. J. 08724	149-48-3430
<u>VICE PRESIDENT</u>	<u>MR. MICHAEL W. CALVERT</u> 2215 EAST GRAND AVENUE ENGLEWOOD, COLORADO 80110	258-66-4387
<u>VICE PRESIDENT</u>	<u>MR. JEFFREY P. SMITH</u> 52 AVENUE OF THE OAKS BEAUMONT, TEXAS 77703	450-74-9805
<u>ASST. CONTROLLER/ASST. SECRETARY/ ASSISSTANT TREASURER</u>	<u>MR. JERRY D'AURIA</u> 810 STATE HIGHWAY 34 MATAWAN, N.J. 07747	099-44-7106
<u>DIRECTOR</u>	<u>MR. BERT POLLAN</u> 1000 NORTH LAKE SHORE DRIVE, #2205 CHICAGO, ILLINOIS 60611	342-22-2378
<u>DIRECTOR</u>	<u>MR. ROBERT M. SONTHEIMER</u> 56 BEATRICE CIRCLE BELMONT, MA. 02178	055-32-2134
<u>DIRECTOR</u>	<u>MR. CHRISTOPHER GLYNN</u> CLIFFORDSHIRE HOUSE SELSLEY, NR. STROUD, GLOUCESTERSHIRE, GL5 5LB, ENGLAND	NON U.S. CITIZEN
<u>DIRECTOR</u>	<u>MR. VERN G. SEADON</u> 9732 101A STREET EDMONTON, ALBERTA, T5K 2R6, CANADA	NON U.S. CITIZEN
<u>DIRECTOR</u>	<u>MR. L. M. PAUL</u> RT. 5, BOX 162 PINE ISLAND ROAD BEAUMONT, TEXAS 77713	436-40-5395