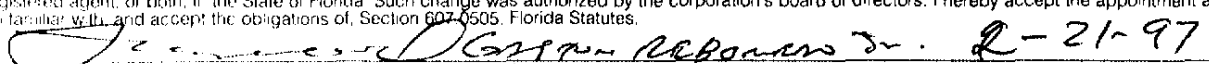
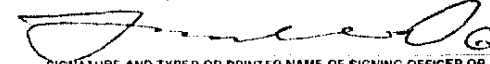


FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED
Feb 25 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 # G62510 (4) 1. Corporation Name GR INTERNATIONAL FASHIONS CORP.																																																																																																																																									
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9. Name and Address of Current Registered Agent Gaston Reboredo Jr. 1107 Aduana Ave. Coral Gables, Fl 33146			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:  2-21-97 (NOTE: Registered Agent signature required when reinstating)																																																																																																																																									
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14. I, the undersigned, 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 furnished 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 on Block 12 or Block 13 if changed, or on an attachment with an address.																																																																																																																																									

SIGNATURE:  **GASTON REBOREDO JR. 2-21-97 (205) 662-1799**
(NOTE: Registered Agent signature required when reinstating)

CR2E034 (9/96)