

**FILED**  
**May 19, 1999 8:00 am**  
**Secretary of State**

05-19-1999 90001 024 \*\*\*793.75

|                                                                  |                                                                                   |                                                                                                                        |
|------------------------------------------------------------------|-----------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|
| <b>PROFIT CORPORATION</b><br><b>ANNUAL REPORT</b><br><b>1999</b> |  | <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Katherine Harris</b><br>Secretary of State<br><b>DIVISION OF CORPORATIONS</b> |
|------------------------------------------------------------------|-----------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|

**DOCUMENT # K13436**

1. Corporation Name

**PERFUMANIA, INC.**

Principal Place of Business

**11701 NW 101ST ROAD**  
**MIAMI FL 33178**

Mailing Address

**11701 NW 101ST ROAD**  
**MIAMI FL 33178**


DO NOT WRITE IN THIS SPACE

|                                |  |                         |  |                                                                                                                                                 |                                                        |
|--------------------------------|--|-------------------------|--|-------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|
| 2. Principal Place of Business |  | 2a. Mailing Address     |  | 3. Date Incorporated or Qualified<br><b>02/01/1988</b>                                                                                          |                                                        |
| 21                             |  | 26                      |  | 4. FEI Number<br><b>65-0026340</b>                                                                                                              | Applied For<br><input type="checkbox"/> Not Applicable |
| 22. Suite, Apt. #, etc.        |  | 27. Suite, Apt. #, etc. |  | 5. Certificate of Status Desired <input checked="" type="checkbox"/> <b>\$8.75 Additional Fee Required</b>                                      |                                                        |
| 23. City & State               |  | 28. City & State        |  | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>                           |                                                        |
| 24. Zip Country                |  | 29. Zip Country         |  | 8. This corporation owes the current year Intangible Personal Property Tax. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |                                                        |

9. Name and Address of Current Registered Agent

**FRIEDMAN, RON**  
**11701 NW 101ST RD.**  
**MIAMI FL 33178**

10. Name and Address of New Registered Agent

|                                                       |                        |
|-------------------------------------------------------|------------------------|
| 81 Name                                               | <b>Donovan Chin</b>    |
| 82 Street Address (P.O. Box Number is Not Acceptable) | <b>11701 NW 101 Rd</b> |
| 83                                                    |                        |
| 84 City                                               | <b>Miami</b>           |
| 85 Zip Code                                           | <b>FL 33178</b>        |

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 **Donovan Chin** DATE **4/28/99**  
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reappointing)

| 12. OFFICERS AND DIRECTORS |                                                      | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                                                             |
|----------------------------|------------------------------------------------------|-------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|
| TITLE                      | <b>V</b> <input type="checkbox"/> DELETE             | 1.1 TITLE                                             | <b>Chief Financial Officer</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME                       | <b>FALIC, JEROME</b>                                 | 1.2 NAME                                              | <b>Donovan Chin</b>                                                                                         |
| STREET ADDRESS             | <b>11701 NW 101 RD</b>                               | 1.3 STREET ADDRESS                                    | <b>11701 NW 101 Rd</b>                                                                                      |
| CITY-ST-ZIP                | <b>MIAMI FL</b>                                      | 1.4 CITY-ST-ZIP                                       | <b>Miami FL 33178</b>                                                                                       |
| TITLE                      | <b>PD</b> <input checked="" type="checkbox"/> DELETE | 2.1 TITLE                                             | <b>President</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition               |
| NAME                       | <b>FALIC, SIMON</b>                                  | 2.2 NAME                                              | <b>Ilia Lekach</b>                                                                                          |
| STREET ADDRESS             | <b>11701 NW 101ST RD.</b>                            | 2.3 STREET ADDRESS                                    | <b>11701 NW 101 Rd</b>                                                                                      |
| CITY-ST-ZIP                | <b>MIAMI FL</b>                                      | 2.4 CITY-ST-ZIP                                       | <b>Miami FL 33178</b>                                                                                       |
| TITLE                      | <b>S</b> <input checked="" type="checkbox"/> DELETE  | 3.1 TITLE                                             |                                                                                                             |
| NAME                       | <b>FRIEDMAN, RON</b>                                 | 3.2 NAME                                              |                                                                                                             |
| STREET ADDRESS             | <b>11701 NW 101 RD.</b>                              | 3.3 STREET ADDRESS                                    |                                                                                                             |
| CITY-ST-ZIP                | <b>MIAMI FL</b>                                      | 3.4 CITY-ST-ZIP                                       |                                                                                                             |
| TITLE                      | <b>T</b> <input checked="" type="checkbox"/> DELETE  | 4.1 TITLE                                             |                                                                                                             |
| NAME                       | <b>FRIEDMAN, RON</b>                                 | 4.2 NAME                                              |                                                                                                             |
| STREET ADDRESS             | <b>11701 NW 101ST RD.</b>                            | 4.3 STREET ADDRESS                                    |                                                                                                             |
| CITY-ST-ZIP                | <b>MIAMI FL</b>                                      | 4.4 CITY-ST-ZIP                                       |                                                                                                             |
| TITLE                      | <input type="checkbox"/> DELETE                      | 5.1 TITLE                                             |                                                                                                             |
| NAME                       |                                                      | 5.2 NAME                                              |                                                                                                             |
| STREET ADDRESS             |                                                      | 5.3 STREET ADDRESS                                    |                                                                                                             |
| CITY-ST-ZIP                |                                                      | 5.4 CITY-ST-ZIP                                       |                                                                                                             |
| TITLE                      | <input type="checkbox"/> DELETE                      | 6.1 TITLE                                             |                                                                                                             |
| NAME                       |                                                      | 6.2 NAME                                              |                                                                                                             |
| STREET ADDRESS             |                                                      | 6.3 STREET ADDRESS                                    |                                                                                                             |
| CITY-ST-ZIP                |                                                      | 6.4 CITY-ST-ZIP                                       |                                                                                                             |

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 an address, with all other like empowered.

SIGNATURE: **X** **SIGNATURE REQUIRED CFO** **4/28/99** **(305) 889-1600**  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)