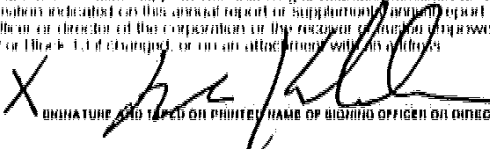


FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

| CORPORATION<br>ANNUAL REPORT<br>1995                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                         | <br>FLORIDA DEPARTMENT OF STATE<br>Sandra B. Morham<br>Secretary of State<br>DIVISION OF CORPORATIONS |                                                        | FILED<br>SECRETARY OF STATE<br>DIVISION OF CORPORATIONS                                                                                                     |                                              |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|
| DOCUMENT # <b>K36224</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                         | (9)                                                                                                                                                                                    |                                                        | 95 JAN 18 PH 2: 30                                                                                                                                          |                                              |
| 1. Corporation Name<br><b>FASHION ENTERPRISES CORP.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                         |                                                                                                                                                                                        |                                                        |                                                                                                                                                             |                                              |
| Principal Place of Business<br><b>C/O ISAK KUBILIUM<br/>2507/2509 N.W. 2ND AVE.<br/>MIAMI FL 33127</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                         | Mailing Address<br><b>C/O ISAK KUBILIUM<br/>2507/2509 N.W. 2ND AVE.<br/>MIAMI FL 33127</b>                                                                                             |                                                        | DO NOT WRITE IN THIS SPACE.                                                                                                                                 |                                              |
| 2. Principal Place of Business                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                         | 2a. Mailing Address                                                                                                                                                                    |                                                        | 3. Date Incorporated or Qualified<br><b>10/04/1988</b>                                                                                                      | 3a. Date of Last Report<br><b>02/11/1994</b> |
| 21. Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 26. Suite, Apt. #, etc. | 4. FEI Number<br><b>59-4348316</b>                                                                                                                                                     |                                                        | Applied For<br>Not Applicable                                                                                                                               |                                              |
| 22. City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 27. City & State        | 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                                              |                                                        | <b>\$8.75</b> Additional Fee Required                                                                                                                       |                                              |
| 23. Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 28. Zip                 | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                                                                     |                                                        | <b>\$5.00</b> May Be Added to Fees                                                                                                                          |                                              |
| 24. Country                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 29. Country             | 30. Country                                                                                                                                                                            |                                                        | 8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |                                              |
| 9. Name and Address of Current Registered Agent                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                         |                                                                                                                                                                                        | 10. Name and Address of New Registered Agent           |                                                                                                                                                             |                                              |
| <b>KUBILIUM, ISAK<br/>2507/2509 N.W. 2ND AVE<br/>MIAMI FL 33127</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                         |                                                                                                                                                                                        | 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 _____ DATE _____<br><small>To Publisher: Report of Current Registered Agent and New Registered Agent<br/>NOTE: Registered Agent Signature Required when completing</small>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                         |                                                                                                                                                                                        |                                                        |                                                                                                                                                             |                                              |
| 12. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                         |                                                                                                                                                                                        |                                                        | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12                                                                                                       |                                              |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | PD                      | 1.1 TITLE                                                                                                                                                                              |                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                           |                                              |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | KUBILIUM, ISAK          | 1.2 NAME                                                                                                                                                                               |                                                        |                                                                                                                                                             |                                              |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 2507/2509 N.W. 2ND AVE  | 1.3 STREET ADDRESS                                                                                                                                                                     |                                                        |                                                                                                                                                             |                                              |
| CITY, ST, ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | MIAMI FL                | 1.4 CITY, ST, ZIP                                                                                                                                                                      |                                                        |                                                                                                                                                             |                                              |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | VD                      | 2.1 TITLE                                                                                                                                                                              |                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                           |                                              |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | KUBILIUM, ABRAHAM       | 2.2 NAME                                                                                                                                                                               |                                                        |                                                                                                                                                             |                                              |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 2507/2509 N.W. 2ND AVE  | 2.3 STREET ADDRESS                                                                                                                                                                     |                                                        |                                                                                                                                                             |                                              |
| CITY, ST, ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | MIAMI FL                | 2.4 CITY, ST, ZIP                                                                                                                                                                      |                                                        |                                                                                                                                                             |                                              |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                         | 3.1 TITLE                                                                                                                                                                              |                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                           |                                              |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                         | 3.2 NAME                                                                                                                                                                               |                                                        |                                                                                                                                                             |                                              |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                         | 3.3 STREET ADDRESS                                                                                                                                                                     |                                                        |                                                                                                                                                             |                                              |
| CITY, ST, ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         | 3.4 CITY, ST, ZIP                                                                                                                                                                      |                                                        |                                                                                                                                                             |                                              |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                         | 4.1 TITLE                                                                                                                                                                              |                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                           |                                              |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                         | 4.2 NAME                                                                                                                                                                               |                                                        |                                                                                                                                                             |                                              |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                         | 4.3 STREET ADDRESS                                                                                                                                                                     |                                                        |                                                                                                                                                             |                                              |
| CITY, ST, ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         | 4.4 CITY, ST, ZIP                                                                                                                                                                      |                                                        |                                                                                                                                                             |                                              |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                         | 5.1 TITLE                                                                                                                                                                              |                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                           |                                              |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                         | 5.2 NAME                                                                                                                                                                               |                                                        |                                                                                                                                                             |                                              |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                         | 5.3 STREET ADDRESS                                                                                                                                                                     |                                                        |                                                                                                                                                             |                                              |
| CITY, ST, ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         | 5.4 CITY, ST, ZIP                                                                                                                                                                      |                                                        |                                                                                                                                                             |                                              |
| TITLE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                         | 6.1 TITLE                                                                                                                                                                              |                                                        | <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                           |                                              |
| NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                         | 6.2 NAME                                                                                                                                                                               |                                                        |                                                                                                                                                             |                                              |
| STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                         | 6.3 STREET ADDRESS                                                                                                                                                                     |                                                        |                                                                                                                                                             |                                              |
| CITY, ST, ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         | 6.4 CITY, ST, ZIP                                                                                                                                                                      |                                                        |                                                                                                                                                             |                                              |
| 14. I, the undersigned, certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 191.07(3)(a), 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 registered agent 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 attached form with my address. |                         |                                                                                                                                                                                        |                                                        |                                                                                                                                                             |                                              |
| SIGNATURE:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         | 1-12-95                                                                                                                                                                                |                                                        |                                                                                                                                                             |                                              |
| SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                         | Date: _____ Expiration Date: _____                                                                                                                                                     |                                                        |                                                                                                                                                             |                                              |