

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

655-56515-32302

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PROFIT CORPORATION ANNUAL REPORT 1996		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # K86602 (5)

1. Corporation Name
PORT CHARLOTTE KAY-BEE TOY, INC.



Principal Place of Business 100 W. ST. PITTSFIELD MA 01201	Mailing Address 100 W. ST. PITTSFIELD MA 01201
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2. Principal Place of Business	2a. Mailing Address
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.
22. City & State	27. City & State
23. Zip	28. Zip
24. Country	29. Country
25.	30.

3. Date incorporated or Qualified 05/09/1989	3a. Date of Last Report 04/12/1995
4. FEI Number 06-1271500	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**UNITED STATES CORPORATION COMPANY
 1201 HAYS STREET
 SUITE 105
 TALLAHASSEE FL 32301**

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 _____ (Signature, typed or printed name of registered agent and their applicable date) (NOTE: Registered Agent Signature required when registering)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RICHARDS, ARTHUR V.	1.2 NAME	
STREET ADDRESS	ONE THEALL RD	1.3 STREET ADDRESS	
CITY-ST-ZIP	RYE NY	1.4 CITY-ST-ZIP	
TITLE	P <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	IVERSON, ANN	2.2 NAME	P.C.O.D.
STREET ADDRESS	410 WILLIAMS ST	2.3 STREET ADDRESS	9 CLIFFWOOD ST
CITY-ST-ZIP	PITTSFIELD MA	2.4 CITY-ST-ZIP	LENOX MA 01240
TITLE	D <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	QURAESHI, SHAHID	3.2 NAME	
STREET ADDRESS	ONE THEALL RD	3.3 STREET ADDRESS	
CITY-ST-ZIP	RYE NY	3.4 CITY-ST-ZIP	
TITLE	VPS <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FARRELL, DAVID B.	4.2 NAME	JOHN HENDRIX
STREET ADDRESS	SR 68 BOX 143 A	4.3 STREET ADDRESS	QUAPPING TREE LN
CITY-ST-ZIP	SOUTHFIELD MA	4.4 CITY-ST-ZIP	DARTON MA 01226
TITLE	VP <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PALINO, ANTHONY	5.2 NAME	
STREET ADDRESS	45 PINE KNOLL RD	5.3 STREET ADDRESS	
CITY-ST-ZIP	LENOX MA	5.4 CITY-ST-ZIP	
TITLE	VP <input type="checkbox"/> DELETE	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	IPPOLOITI, PATRICIA	6.2 NAME	SR VP
STREET ADDRESS	100 WEST ST	6.3 STREET ADDRESS	108 E HOUSETONIC ST
CITY-ST-ZIP	PITTSFIELD MA	6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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.

SIGNATURE: **X** *DB DeGrocki* **DB DEGROCKI** **4-19-96** **413 499 0086**

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Debit Phone #

CR2E034 (12/95)

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KAY-BEE TOYS/TOY WORKS - SUBSIDIARIES

<u>Name</u>	<u>Title</u>	<u>Business Address</u>	<u>Residence Address</u>
Alan Fine	President & C.O.O.	100 West Street Pittsfield, MA 01201	9 Cliffwood Street Lenox, MA 01240
Anthony Palino	Vice President & Assistant Secretary	100 West Street Pittsfield, MA 01201	45 Pine Knoll Rd. Lenox, MA 01240
Donald B. Wegrocki	Assistant Secretary, Asst Treasurer	100 West Street Pittsfield, MA 01201	77 Frederick Drive Dalton, MA 01226
John Hendrix	CFO, Sr. Vice President, Treasurer & Secretary	100 West Street Pittsfield, MA 01201	106 Apple Tree Lane Dalton, MA 01226
Salvatore Vasta	Vice President	100 West Street Pittsfield, MA 01201	89 Dunmore Court Lenox, MA 01240
Patricia Ippoliti	Senior Vice President	100 West Street Pittsfield, MA 01201	108 E Housatonic St Apt 7 Pittsfield, MA 01201

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<u>Name</u>	<u>Title</u>	<u>Business Address</u>	<u>Residence Address</u>
Nick Seufert	Vice President	100 West Street Pittsfield, MA 01201	106 E Housatonic St. Apt 3 Pittsfield, MA 01201
Bonnie Burton	Vice President	100 West Street Pittsfield, MA 01201	22 Tamie way Pittsfield, MA 01201
Mark R. Johnson	Assistant Controller / Asst Sec. / Asst Treasurer	100 West Street Pittsfield, MA 01201	140 Raymond Drive Dalton, MA 01226
Neil Watanabe	Vice President & Controller	100 West Street Pittsfield, MA 01201	30231 Cheret Lane Rancho Palos Verdes, CA 90275
Thomas Alfonsi	Vice President	100 West Street Pittsfield, MA 01201	6 Daralyn Ct. Pittsfield, MA 01201
David W. Kinsley	Vice President	100 West Steet Pittsfield, MA 01201	44 Victoria Lane Lanesboro, MA 01237
Dave Gary	Vice President	100 West Street Pittsfield, MA 01201	611 South St. Dalton, MA 01226
Arthur V. Richards	Director	One Theall Rd. Rye, NY 10580	63 Kipp St. Chappaqua, NY 10514