SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 15, 1999. AMOUNT DUE ON OR BEFORE 09/15/99: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT CORPORATION ANNUAL REPORT

1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

DIVISION OF CORPORATIONS

Secretary of State

DOCUMENT # L61143

THE RAG SHOP/JACKSONVILLE-ORANGE PARK, INC.

Principal Place of Business	Mailing Address THE RAG SHOP/JACKSONVILLE-ORANGE PARK.INC 111 WAGARAW RD HAWTHORNE NJ 07506 US			
TOYS R US VILLAGE 1980 WELLS ROAD ORANGE PARK FL 32073 US				
2. Principal Place of Business	2a. Mailing Address			
21	26			
Suite, Apt. #, etc.	Suite, Apt. #, etc.			

FILED Aug 24, 1999 8:00 am Secretary of State

08-24-1999 90010 001 *3,000.00



			-	4 B1811 B1814 IBB1	
Principal Place of Business	Mailing Address				
TOYS R US VILLAGE 1980 WELLS ROAD ORANGE PARK FL 32073	THE RAG SHOP/JACKSONVILLE-ORANGE PARK.INC. 111 WAGARAW RD HAWTHORNE NJ 07506		DO NOT WRITE IN THIS SPACE		
US	US		3. Date Incorporated or Qualified		
			03/30/1990		
2. Principal Place of Business	2a. Mailing Address		4. FEI Number A	pplied For	
21	26		58-1890398 N	ot Applicable	
Suite, Apt. #, etc.	Suite, Apt. #, etc.		I 5 Cortificate of Status Desired I I	Additional equired	
City & State	City & State		·	May Be to Fees	
Zip Country 24 25	Zíp 29	Country 30	8. This corporation owes the current year Intangible Personal Property.	No	
9. Name and Address of Current Registered Agent			10. Name and Address of New Registered Agent		
THE PRENTICE-HALL CORPORATION SYSTEM INC. 1201 HAYES STREET SUITE 105 TALLAHASSEE FL 32301		81 Name			
		82 Street Addre	ddress (P.O. Box Number is Not Acceptable)		
		83			
		84 City	FL 85 Zip	Code	
 Pursuant to the provisions of sections 607.050 office or registered agent, or both, in the State agent. I am familiar with, and accept the oblig 	e of Florida. Such change was au	thorized by the corporatio	ation submits this statement for the purpose of changing its re n's board of directors. I hereby accept the appointment as re	egistered egistered	

agent. i a	m familiar with, and accept the obligations of, section	1 007.0303, 1 10110	a Statutes.				
SIGNATURE Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE							
12.	OFFICERS AND DIRECTORS		13.	ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	CD	DELETE	1.1 TITLE	Change Addition			
NAME	BERENZWEIG, STANLEY		1.2 NAME				
STREET ADDRESS	111 WAGARAW ROAD		1.3 STREET ADDRESS				
CITY-ST-ZIP	HAWTHORNE NJ		1.4 CITY-ST-ZIP	\			
TITLE	S	DELETE	2.1 TITLE	Change Addition			
NAME	BERENZWEIG, DORIS		2.2 NAME				
STREET ADDRESS	111 WAGARAW ROAD		2.3 STREET ADDRESS				
CITY-ST-ZIP	HAWTHORNE NJ		2.4 CITY-ST-ZIP				
TITLE	V	DELETE	3.1 TITLE	Change Addition			
NAME	BERENZWEIG, EVAN		3.2 NAME				
STREET ADDRESS	111 WAGARAW ROAD		3.3 STREET ADDRESS				
CITY-ST-ZIP	HAWTHORNE NJ		3.4 CITY-ST-ZIP				
TITLE	V	DELETE	4.1 TITLE	Change Addition			
NAME	LOMBARDO, JUDITH		4.2 NAME				
STREET ADDRESS	111 WAGARAW ROAD		4.3 STREET ADDRESS				
CITY-ST-ZIP	HAWTHORNE NJ		4.4 CITY-ST-ZIP				
TITLE	VTD	DELETE	5.1 TITLE	Change L Addition			
NAME	BARNETT, STEVEN		5.2 NAME				
STREET ADDRESS	111 WAGARAW ROAD		5.3 STREET ADDRESS				
CITY-ST-ZIP	HAWTHORNE NJ		5.4 CITY-ST-ZIP				
TITLE	PD	DELETE	6.1 TITLE	Change Addition			
NAME	AARONSON, MICHAEL		6.2 NAME				
STREET ADDRESS	111 WAGARAW ROAD RAG SHOP		6.3 STREET ADDRESS				
CITY-ST-ZIP	HAWTHORNE NJ		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 only attachment with an address.

SIGNATURE:

973 423 1303



RAG SHOPS, INC.

111 Wagaraw Road, Hawthorne, New Jersey 07506-2711 Telephone: 973-423-1303 Facsimile: 973-427-6568

August 10, 1999

Florida Department of State Division of Corp. Annual Reports Sect. PO Box 1500 Tallahassee, FL 323021500 LL01143 609072-90010-20

Dear Sir or Madam:

Attached are our Annual Report Filings for the 20 corporations registered in Florida, Document #s, J27747, S41150, J73451, L63010, H71230, S70410, J04910, K05918, S90082, P93000019712, J60373, S43695, M84865, M76542, K05925, J87794, J09115, J78821, S91607, L61143.

As I have been with the Rag Shops corporation for a little over a year, I was not aware of the timetable in filing the Annual Reports, and it was not until I received the current documents marked Second Notice that I new that they were due. To the best of our knowledge we did not receive the first notices. Without that original notice I did not know of the May 1st deadline.

In a subsequent review of our files, I found the prior year returns, which we have consistently filed on time. I have also set up a calendar for next year so that we do not miss the filing deadlines.

I respectfully request that we be considered for a waiver of the late filing fees. As I mentioned, with 20 stores in Florida, this penalty would have a significant effect on the finances of the company.

I can assure you that we take these filing very seriously and would hope for your consideration in light of the special circumstances that caused us to miss the original date and our good history of prompt filing in the past.

If I can be of any additional assistance, please contact me at 973-423-1303, Ext. 12.

Sincerely

Paul M. Dawson Controller