

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

**FILED**  
**Apr 24 1997 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1997</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # L69064 (8)**  
 1. Corporation Name  
**BISCAYNE APPAREL, INC.**



Principal Place of Business <b>2665 SOUTH BAYSHORE DRIVE 8TH FLOOR MIAMI FL 33131</b>	Mailing Address <b>2665 SOUTH BAYSHORE DR. SUITE 800 MIAMI FL 33133-5448</b>
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2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified <b>04/27/1990</b>	3a. Date of Last Report <b>04/12/1996</b>
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	4. FEI Number <b>65-0200397</b>	Applied For 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 Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
24. Country	29. 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>KLEIN, PETER W 2665 S BAYSHORE DR SUITE 800 MIAMI FL 33133</b>		81. Name	
		82. Street Address (P.O. Box Number is Not Acceptable)	
		83.	
		84. City	<b>FL</b> 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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>BERRITT, HAROLD E.</b>	1.2 NAME	
STREET ADDRESS	<b>200 S BISCAYNE BLVD SUITE 2500</b>	1.3 STREET ADDRESS	<b>SEE ATTACHMENT</b>
CITY-ST-ZIP	<b>MIAMI FL</b>	1.4 CITY-ST-ZIP	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>GEORGE, PHILLIP T. M.D.</b>	2.2 NAME	
STREET ADDRESS	<b>2665 SOUTH BAYSHORE DR., SUITE 800</b>	2.3 STREET ADDRESS	
CITY-ST-ZIP	<b>MIAMI FL 33133</b>	2.4 CITY-ST-ZIP	
TITLE	<b>D</b> <input checked="" type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>PARTRIDGE, JOHN W.</b>	3.2 NAME	<b>Gildenhorn, Joseph B.</b>
STREET ADDRESS	<b>U.S. ROUTE 40 AND OAK RD.</b>	3.3 STREET ADDRESS	<b>1250 Connecticut Ave., NW, Suite 500</b>
CITY-ST-ZIP	<b>BUENA NJ 08310</b>	3.4 CITY-ST-ZIP	<b>Washington, DC 20036</b>
TITLE	<b>D</b> <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>POWELL, EARL W</b>	4.2 NAME	
STREET ADDRESS	<b>2665 S BAYSHORE DR SUITE 800</b>	4.3 STREET ADDRESS	
CITY-ST-ZIP	<b>MIAMI FL</b>	4.4 CITY-ST-ZIP	
TITLE	<b>DP</b> <input checked="" type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>POLLACK, JOHN E.</b>	5.2 NAME	<b>Lefler, R. Stephen</b>
STREET ADDRESS	<b>1337 BROAD STREET, THIRD FLOOR</b>	5.3 STREET ADDRESS	<b>905 S. Jackson Street</b>
CITY-ST-ZIP	<b>CLIFTON NJ 07013</b>	5.4 CITY-ST-ZIP	<b>Hartwell, GA 30643</b>
TITLE	<b>D</b> <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>PINTO, JAMES J</b>	6.2 NAME	
STREET ADDRESS	<b>520 MADISON AVE., 40TH FLOOR</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>NEW YORK NY 10022</b>	6.4 CITY-ST-ZIP	

14. I do 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.

SIGNATURE: *Marilyn D. Kuffner* DATE: **4/19/97** DAYTIME PHONE #: **305/858-2200**

CR2E034 (9/96)

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04/08/1997

Directors and Officers  
**Biscayne Apparel, Inc.**

**DIRECTORS:**

Harold E. Berritt                      Director  
Primary : Rubin Baum Levin Constant & Friedman  
Address : 200 South Biscayne Boulevard, Suite 2500  
          First Union Financial Center  
          Miami, FL 33131

Phillip T. George, M.D.              Director  
Primary : 2665 South Bayshore Drive  
Address : 8th Floor  
          Miami, Florida 33133

Joseph B. Gildenhorn                Director  
Primary : 1250 Connecticut Avenue, N.W.  
Address : Suite 500  
          Washington, DC 20036

Kurt C. Gutfreund                    Director  
Primary : 1333 N. Kingsbury St.  
Address : Chicago, IL 60622

R. Stephen Lefler                    Director  
Primary : 905 South Jackson Street  
Address : PO Box 1399  
          Hartwell, GA 30643

James J. Pinto                        Director  
Primary : Home - 366 Round Hill Road  
Address : Greenwich, CT 06830  
          Use this for legal purposes

Earl W. Powell                        Director  
Primary : 2665 S. Bayshore Drive  
Address : Suite 800  
          Miami, FL 33133

Peter Vandenberg, Jr.                Director  
Primary : 1373 Broad Street  
Address : 3rd Floor  
          Clifton, NJ 07013

**OFFICERS:**

Earl W. Powell                      Chairman of the Board, CEO, President  
Primary : 2665 S. Bayshore Drive  
Address : Suite 800  
Miami, FL 33133

Peter W. Klein                      Vice President, Secretary  
Primary : 2665 S. Bayshore  
Address : Suite 800  
Miami, FL 33133

A. Richard Hurwitz                      Vice President  
Primary : 2665 S. Bayshore  
Address : Suite 800  
Miami, FL 33133

Troy D. Templeton                      Vice President  
Primary : 2665 S. Bayshore Drive  
Address : Suite 800  
Miami, FL 33133

Peter Vandenberg, Jr.                      Executive Vice President, Chief Financial Officer, Treasurer  
Primary : 1373 Broad Street  
Address : 3rd Floor  
Clifton, NJ 07013

Kurt C. Gutfreund                      Vice Chairman of the Board  
Primary : 1333 N. Kingsbury St.  
Address : Chicago, IL 60622

Marilyn D. Kuffner                      Assistant Secretary  
Primary : 2665 S. Bayshore Drive  
Address : Suite 800  
Miami, FL 33133