

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

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

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



Principal Place of Business 2665 SOUTH BAYSHORE DRIVE 8TH FLOOR MIAMI FL 33131	Mailing Address 2665 SOUTH BAYSHORE DR. SUITE 800 MIAMI FL 33133-5448
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3. Date Incorporated or Qualified 04/27/1990	3a. Date of Last Report 04/12/1996
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21. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country	2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country
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4. FEI Number 65-0200397	Applied For 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent
**KLEIN, PETER W
2665 S BAYSHORE DR
SUITE 800
MIAMI FL 33133**

10. Name and Address of New Registered Agent

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

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

TITLE	D	<input type="checkbox"/> DELETE
NAME	BERRITT, HAROLD E.	
STREET ADDRESS	200 S BISCAYNE BLVD SUITE 2500	
CITY-ST-ZIP	MIAMI FL	
TITLE	D	<input type="checkbox"/> DELETE
NAME	GEORGE, PHILLIP T. M.D.	
STREET ADDRESS	2665 SOUTH BAYSHORE DR., SUITE 800	
CITY-ST-ZIP	MIAMI FL 33133	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	PARTRIDGE, JOHN W.	
STREET ADDRESS	U.S. ROUTE 40 AND OAK RD.	
CITY-ST-ZIP	BUENA NJ 08310	
TITLE	D	<input type="checkbox"/> DELETE
NAME	POWELL, EARL W	
STREET ADDRESS	2665 S BAYSHORE DR SUITE 800	
CITY-ST-ZIP	MIAMI FL	
TITLE	DP	<input checked="" type="checkbox"/> DELETE
NAME	POLLACK, JOHN E.	
STREET ADDRESS	1337 BROAD STREET, THIRD FLOOR	
CITY-ST-ZIP	CLIFTON NJ 07013	
TITLE	D	<input type="checkbox"/> DELETE
NAME	PINTO, JAMES J	
STREET ADDRESS	520 MADISON AVE., 40TH FLOOR	
CITY-ST-ZIP	NEW YORK NY 10022	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	SEE ATTACHMENT
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	Gildenhorn, Joseph B.
3.3 STREET ADDRESS	1250 Connecticut Ave., NW, Suite 500
3.4 CITY-ST-ZIP	Washington, DC 20036
4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	DP
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	Lefler, R. Stephen
5.3 STREET ADDRESS	905 S. Jackson Street
5.4 CITY-ST-ZIP	Hartwell, GA 30643
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
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* **Marilyn D. Kuffner, Assistant Secretary**
Date: **4/19/97** Daytime Phone #: **305/858-2200**

CR2E034 (9/96)

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