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

FILED PROFIT Apr 29 1998 8:00am FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham ANNUAL REPORT Secretary of State Secretary of State 1998 DIVISION OF CORPORATIONS DOCUMENT # (9)LES BARRY JEWELERS, INC. Principal Place of Business Mailing Address 9129 TAFT STREET 9129 TAFT STREET PEMBROKE PINES FL 33024 PEMBROKE PINES FL 33024 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 08/08/1990 Applied For 2. Principal Place of Business 2a. Mailing Address 4. FEI Number 65-0213739 26 Not Applicable Suite, Apt. #, etc. Suite, Apt #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 27 City & State City & State \$5.00 May Be 6. Election Campaign Financing Trust Fund Contribution Added to Fees 23 28 Country Zip Country Zφ 8. This corporation owes or has paid the current year Intangible 30 Personal Property Tax due June 30. 29 24 25 10. Name and Address of New Registered Agent 9. Name and Address of Current Registered Agent Name BARRY, LES 9129 TAFT ST Street Address (P.O. Box Number is Not Acceptable) SUITE 100 83 PEMBROKE PINES FL 33024-4652 84 City 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 title if applicable (NOTE Registered Agent signature required when reinslating) 12. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13. DELETE Change Addition TITLE 1.1 TITLE BARRY, LES 1.2 NAME NAME **9129 TAFT ST** 1.3 STREET ADDRESS STREET ADDRESS **PEMBROKE PINES FL 52** CITY-ST-ZIP 1.4 CITY-ST-ZIP DELETE __ Addition 2.1 TITLE TITLE BARRY, NEL 2.2 NAME NAME **9129 TAFT ST** STREET ADDRESS 2.3 STREET ADDRESS PEMBROKE PINES FL 52 CITY-ST-ZIP 2 4 CITY-ST-ZIP DELETE Change Addition TITLE 3.1 TITLE NAME 3.2 NAME 3.3 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP 3.4. CITY - ST - ZIP DELETE Change Addition 4.1 TITLE 4.2 NAME 4.3 STREET ADORESS STREET ADDRESS 4.4 CITY-ST-ZIP CITY - ST - ZIP DELETE Change __ Addition TITLE 51 TITLE NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY-ST-ZIP 5.4 CITY-ST-ZIP

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 suppliemental 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 of the propriet 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 changes or or appears in with an address.

6.1 TITLE

6.2 NAME

63 STREET ADORESS

DELETE

SIGNATURE:

TITLE

NAME

STREET ADDRESS

04 22 58

Change

Addition