

4-23-98 B5388C
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Apr 23 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P08727 (0)
1. Corporation Name
BLOOR AUTOMOTIVE INC.

Principal Place of Business 365 BLOOR STREET EAST, SUITE 1200 TORONTO, ONT., CANADA M4W-3 7Z52	Mailing Address 365 BLOOR STREET EAST, SUITE 1200 TORONTO, ONT., CANADA M4W-3 7Z52
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/16/1986	
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 38-2032298		Applied For Not Applicable	
22 City & State	27 City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24 Country	29 Country	30		8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324		10. Name and Address of New Registered Agent	
81 Name		82 Street Address (P.O. Box Number is Not Acceptable)	
83		84 City	
85 Zip Code		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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	NAME	1.1 TITLE	1.2 NAME
STREET ADDRESS	365 BLOOR STREET EAST STE., 1200	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP
CITY-ST-ZIP	TORONTO ON	2.1 TITLE	2.2 NAME
TITLE	NAME	2.3 STREET ADDRESS	2.4 CITY-ST-ZIP
STREET ADDRESS	365 BLOOR ST. E., #1200	3.1 TITLE	3.2 NAME
CITY-ST-ZIP	TORONTO, CANADA	3.3 STREET ADDRESS	3.4 CITY-ST-ZIP
TITLE	NAME	4.1 TITLE	4.2 NAME
STREET ADDRESS	8430 W. BRYN MAWR AV,400	4.3 STREET ADDRESS	4.4 CITY-ST-ZIP
CITY-ST-ZIP	CHICAGO IL	5.1 TITLE	5.2 NAME
TITLE	NAME	5.3 STREET ADDRESS	5.4 CITY-ST-ZIP
STREET ADDRESS	8430 W. BRYN MAWR AV,400	6.1 TITLE	6.2 NAME
CITY-ST-ZIP	CHICAGO IL	6.3 STREET ADDRESS	6.4 CITY-ST-ZIP
TITLE	NAME		
STREET ADDRESS	365 BLOOR ST. E., #1200		
CITY-ST-ZIP	TORONTO, CANADA		
TITLE	NAME		
STREET ADDRESS			
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)(l), 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: *Mary Jane Allen*

4/14/98 416-961-1133

CR2E034 (10/97)

BLOOR AUTOMOTIVE, INC.

Directors:

Martin Ciotti	8430 West Bryn Mawr Avenue, Suite #400 Chicago, Illinois 60631
Martin Goldfarb	4950 Yonge Street, Suite #1700 North York, Ontario, Canada M2N 6K1
Stanley Goldfarb	4950 Yonge Street, Suite #1600 North York, Ontario, Canada M2N 6K1
Bryan Held	365 Bloor Street East, Suite #1200 Toronto, Ontario, Canada M4W 3M7
V. James Sardo	365 Bloor Street East, Suite #1200 Toronto, Ontario, Canada M4W 3M7

Officers:

President	V. James Sardo	365 Bloor Street East, Suite #1200 Toronto, Ontario, Canada M4W 3M7
Vice-President & General Manager	David Dunaway	8430 West Bryn Mawr Ave., Suite #400 Chicago, Illinois 60631
Vice-President, Legal Counsel & Secretary	Martin Ciotti	8430 West Bryn Mawr Ave., Suite #400 Chicago, Illinois 60631
Vice-President & Treasurer	Bryan Held	365 Bloor Street East, Suite #1200 Toronto, Ontario, Canada M4W 3M7
Controller	Mary Jane Allen	365 Bloor Street East, Suite #1200 Toronto, Ontario, Canada M4W 3M7