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

PROFIT CORPORATION ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE

FILED

Apr 14 1997 8:00am

Secretary of State

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

1997

DOCUMENT # P10680 AMERICAN BRANDS, INC. Principal Place of Business Mailing Address 1013 CENTRE RP -1013 CENTRE RD SUITE 350 WILMINGTON, DC 5017E 350 WILMINGTON, DE 3. Date Incorporated or Qualified 3a. Date of Last Report 19805 7-7-86 4. FEI Number 28. Mailing Address 2. Principal Place of Business Applied For 13-3469289 26 Not Applicable Suite, Apt. #, etc. Suite Apt # etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State 6. Election Campaign Financing \$5.00 May Be 28 Trust Fund Contribution Added to Fees 23 Country Zip Country 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No 29 24 30 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent UNITED STATES CORPORATION CO Street Address (P.O. Box Number is Not Acceptable) Idol HAYS STREET SUITE 105 83 TALLAHASSEE, FL. 32301 84 City Zip Code 85 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. Lam 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 reinstating OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 (96/6) 12 13. 10.6 DELETE 1.1 TITLE Change 1.2 NAME NAME STREET ADDRESS 1.3 STREET ADDRESS CHY - \$1 - 769 1.4 CITY-ST-ZIP Change Addition 2.1 TITLE THE + See attached Rider + 2.2 NAME NAM: 2.3 STREET ADDRESS STREET ADDARS 2. 4 CITY-ST-ZIP COTY ST ZE DELETE THU 3.1 TITLE Change Addition N4MF 3 2 NAME 3.3 STREET ADDRESS STREET ADJUGESS 3 4. CITY-ST-ZIP 001 - S1 70° DELETE Change Addition 4.1 TITLE 4.2 NAMI NAME 4.3 STREET ADDRESS SHEET ADDRESS 4.4 CITY-ST-7IP Offr-51-749 DELETE 5.1 TITLE 116.4 NAM 5.2 NAME 5.3 STREET ADDRESS SPECIAL DRESS CITY S ZII 5.4 CITY - \$1 - ZIP DELETE 6.1 TITLE TillE 800002144358 -04/16/97--01003--014 6.2 NAME * 11 f STREET ALONG ST **6.3 STREET ADDRESS**

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 path; that I am an officer or or order or 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.

64 City-ST-ZIP

***165.00

SIGNATURE:

OFFICERS

49.282

PRESIDENT	William G. Popeo	1013 Centre Rd. Suite 350 Wilmington, DE 19805
VICE PRESIDENT	Nancy E. Descano	1013 Centre Rd. Suite 350 Wilmington, DE 19805
SECRETARY	Nancy E. Descano	1013 Centre Rd. Suite 350 Wilmington, DE 19805
TREASURER	William G. Popeo	1013 Centre Rd. Suite 350 Wilmington, DE 19805

DIRECTORS

Daniel R. Butler	1013 Centre Rd. Suite 350 Wilmington, DE 19805
William G. Popeo	1013 Centre Rd. Suite 350 Wilmington, DE 19805
Bruce R. Winn	1013 Centre Rd. Suite 350

Revised 7/1/96