


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

FILED

Feb 09 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998				FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P10704 (5) 1. Corporation Name MODERN WOMAN, INC.					
Principal Place of Business % TAX DEPARTMENT 1850 COLONIAL VILLAGE LANE LANCASTER PA 17601			Mailing Address % TAX DEPARTMENT 1850 COLONIAL VILLAGE LANE LANCASTER PA 17601		
2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 07/08/1986	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 95-2632868	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	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
				FL	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 reinstating) DATE					
12. OFFICERS AND DIRECTORS					
TITLE	C	<input type="checkbox"/> DELETE			
NAME	BRENNINKMEYER, ROLAND M.				
STREET ADDRESS	1114 AVE OF THE AMERICAS				
CITY-ST-ZIP	NEW YORK NY				
TITLE	VP	<input type="checkbox"/> DELETE			
NAME	LYON, GLENN				
STREET ADDRESS	1359 BROADWAY, SUITE 1100				
CITY-ST-ZIP	NEW YORK NY				
TITLE	AS	<input type="checkbox"/> DELETE			
NAME	BREININ, BARTLEY J.				
STREET ADDRESS	1114 AVENUE OF THE AMERICAS				
CITY-ST-ZIP	NEW YORK NY				
TITLE	AS	<input type="checkbox"/> DELETE			
NAME	TEDESCHI, WILLIAM P.				
STREET ADDRESS	1114 AVENUE OF THE AMERICAS				
CITY-ST-ZIP	NEW YORK NY				
TITLE	AT	<input type="checkbox"/> DELETE			
NAME	GILLAN, GEORGE M.				
STREET ADDRESS	1114 AVENUE OF THE AMERICAS				
CITY-ST-ZIP	NEW YORK NY				
TITLE	AT	<input type="checkbox"/> DELETE			
NAME	LEVY, BRYAN				
STREET ADDRESS	1850 COLONIAL VILLAGE LANE				
CITY-ST-ZIP	LANCASTER PA				
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					
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 type="checkbox"/> Addition				
3.2 NAME					
3.3 STREET ADDRESS					
3.4 CITY-ST-ZIP					
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition				
4.2 NAME					
4.3 STREET ADDRESS					
4.4 CITY-ST-ZIP					
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition				
5.2 NAME					
5.3 STREET ADDRESS					
5.4 CITY-ST-ZIP					
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition				
6.2 NAME					
6.3 STREET ADDRESS					
6.4 CITY-ST-ZIP					



DO NOT WRITE IN THIS SPACE

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 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:

Bryan Levy

1/9/98

(717)391-3100

CR2E034 (10/97)

DELAWARE CORPORATION

MODERN WOMAN, INC. OFFICERS AND DIRECTORS DECEMBER 5, 1996

DIRECTORS

<u>Office</u>	<u>Name</u>	<u>Business Address</u>
Director	Louis Brenninkmeyer	6251 Crooked Creek Road Norcross, GA 30092
Director	Roland M. Brenninkmeyer	1114 Avenue of the Americas New York, NY 10036
Director	Roland Hugo Brenninkmeyer	105 West Superior Street Duluth, MN 55802

OFFICERS

<u>Office</u>	<u>Name</u>	<u>Business Address</u>
Chairman of the Board	Roland M. Brenninkmeyer	1114 Avenue of the Americas New York, NY 10036
President	James R. Painter	1850 Colonial Village Lane Lancaster, PA 17601
Senior Vice President	Ben H. Bull	1850 Colonial Village Lane Lancaster, PA 17601
Vice President	Glenn Lyon	1359 Broadway, Suite 1100 New York, NY 10018
Secretary	Miles P. Fischer	1114 Avenue of the Americas New York, NY 10036
Treasurer	Kenneth R. Alex	1114 Avenue of the Americas New York, NY 10036
Assistant Secretary	Bartley J. Breinin	1114 Avenue of the Americas New York, NY 10036
Assistant Secretary	Ben H. Bull	1850 Colonial Village Lane Lancaster, PA 17601
Assistant Secretary	William P. Tedeschi	1114 Avenue of the Americas New York, NY 10036
Assistant Treasurer	George M. Gillan	1114 Avenue of the Americas New York, NY 10036
Assistant Treasurer	Bryan Levy	1850 Colonial Village Lane Lancaster, PA 17601