
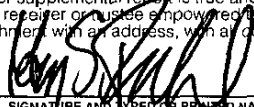


2004 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Jan 26, 2004 8:00 am
Secretary of State

01-26-2004 90059 024 ***150.00

DOCUMENT # P17951					
1. Entity Name BELDEN JEWELERS INC.					
Principal Place of Business 375 GHENT ROAD AKRON, OH 44333		Mailing Address 375 GHENT ROAD AKRON, OH 44333			
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State		4. FEI Number 34-0630873	
Zip	Country	Zip	Country	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324			7. Name and Address of New Registered Agent		
			Name		
			Street Address (P.O. Box Number is Not Acceptable)		
			City		
			FL		
			Zip Code		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____					
FILE NOW!!! FEE IS \$150.00 After May 1, 2004 Fee will be \$550.00		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees			
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE	CCEO	<input type="checkbox"/> Delete	TITLE	CFO + TREASURER	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	BURMAN, TERRY L		NAME	ROBERT D TRABUCCO	
STREET ADDRESS	375 GHENT ROAD		STREET ADDRESS	375 GHENT RD	
CITY-ST-ZIP	AKRON, OH 44333		CITY-ST-ZIP	AKRON, OH 44333	
TITLE	D	<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BOYD, WALKER		NAME		
STREET ADDRESS	ZENITH HOUSE		STREET ADDRESS		
CITY-ST-ZIP	LONDON, UK		CITY-ST-ZIP		
TITLE	VTD	<input checked="" type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MILLER, RICHARD W.		NAME		
STREET ADDRESS	375 GHENT ROAD		STREET ADDRESS		
CITY-ST-ZIP	AKRON, OH 44333		CITY-ST-ZIP		
TITLE	VPF	<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KLEIN, TERENCE J.		NAME		
STREET ADDRESS	375 GHENT RD		STREET ADDRESS		
CITY-ST-ZIP	AKRON, OH 44333		CITY-ST-ZIP		
TITLE	VSD	<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FRANKOVICH, GEORGE		NAME		
STREET ADDRESS	375 GHENT ROAD		STREET ADDRESS		
CITY-ST-ZIP	AKRON, OH 44333		CITY-ST-ZIP		
TITLE	PCOO	<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LIGHT, MARK S		NAME		
STREET ADDRESS	375 GHENT RD		STREET ADDRESS		
CITY-ST-ZIP	AKRON, OH 44333		CITY-ST-ZIP		
12. 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 report or supplemental 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 register or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with another like empowered.					
SIGNATURE: 		GEORGE S. FRANKOVICH		01/19/04	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		Date		Daytime Phone #	
				370-668-5326	

44004478



01142004 Chg-P CR2E034 (10/03)

4. FEI Number **34-0630873** Applied For Not Applicable

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

7. Name and Address of New Registered Agent
 Name
 Street Address (P.O. Box Number is Not Acceptable)
 City **FL** Zip Code

FILE NOW!!! FEE IS \$150.00 After May 1, 2004 Fee will be \$550.00

9. Election Campaign Financing Trust Fund Contribution. **\$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS

TITLE	CCEO	<input type="checkbox"/> Delete
NAME	BURMAN, TERRY L	
STREET ADDRESS	375 GHENT ROAD	
CITY-ST-ZIP	AKRON, OH 44333	
TITLE	D	<input type="checkbox"/> Delete
NAME	BOYD, WALKER	
STREET ADDRESS	ZENITH HOUSE	
CITY-ST-ZIP	LONDON, UK	
TITLE	VTD	<input checked="" type="checkbox"/> Delete
NAME	MILLER, RICHARD W.	
STREET ADDRESS	375 GHENT ROAD	
CITY-ST-ZIP	AKRON, OH 44333	
TITLE	VPF	<input type="checkbox"/> Delete
NAME	KLEIN, TERENCE J.	
STREET ADDRESS	375 GHENT RD	
CITY-ST-ZIP	AKRON, OH 44333	
TITLE	VSD	<input type="checkbox"/> Delete
NAME	FRANKOVICH, GEORGE	
STREET ADDRESS	375 GHENT ROAD	
CITY-ST-ZIP	AKRON, OH 44333	
TITLE	PCOO	<input type="checkbox"/> Delete
NAME	LIGHT, MARK S	
STREET ADDRESS	375 GHENT RD	
CITY-ST-ZIP	AKRON, OH 44333	

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE	CFO + TREASURER	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	ROBERT D TRABUCCO	
STREET ADDRESS	375 GHENT RD	
CITY-ST-ZIP	AKRON, OH 44333	
TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

12. 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 report or supplemental 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 register or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with another like empowered.

SIGNATURE:  GEORGE S. FRANKOVICH 01/19/04 370-668-5326

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

attachment

#P/7951

44004478

**STERLING INC.
DBA BELDEN JEWELERS INC.
SCHEDULE OF OFFICERS**

DIRECTORS

<u>NAME</u>	<u>BUSINESS ADDRESS</u>	<u>EXPIRATION OF TERM</u>
TERRY L. BURMAN	375 GHENT RD. AKRON, OH 44333	WHEN SUCCESSOR IS APPOINTED
ROBERT D. TRABUCCO	375 GHENT RD. AKRON, OH 44333	WHEN SUCCESSOR IS APPOINTED
GEORGE S. FRANKOVICH	375 GHENT RD. AKRON, OH 44333	WHEN SUCCESSOR IS APPOINTED
WALKER BOYD	ZENITH HOUSE, THE HYDE LONDON, ENGLAND NW9 6EW	WHEN SUCCESSOR IS APPOINTED

OFFICERS

<u>NAME</u>	<u>BUSINESS ADDRESS</u>	<u>EXPIRATION OF TERM</u>
TERRY L. BURMAN CHAIRMAN OF THE BOARD, AND CHIEF EXECUTIVE OFFICER	375 GHENT RD. AKRON, OH 44333	WHEN SUCCESSOR IS APPOINTED
MARK S. LIGHT PRESIDENT AND CHIEF OPERATING OFFICER	375 GHENT RD. AKRON, OH 44333	WHEN SUCCESSOR IS APPOINTED
ROBERT D. TRABUCCO EXECUTIVE VICE PRESIDENT CHIEF FINANCIAL OFFICER AND TREASURER	375 GHENT RD. AKRON, OH 44333	WHEN SUCCESSOR IS APPOINTED
TERENCE J. KLEIN SR. VICE PRESIDENT - FINANCE AND ASSISTANT SECRETARY	375 GHENT RD. AKRON, OH 44333	WHEN SUCCESSOR IS APPOINTED
GEORGE S. FRANKOVICH SECRETARY AND VICE PRESIDENT	375 GHENT RD. AKRON, OH 44333	WHEN SUCCESSOR IS APPOINTED