SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997
AMOUNT DUE ~~ON~~ OR BEFORE 9/17/97: $61.25 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: $236.25).

NONPROFIT CORPORATION ANNUAL REPORT
1997

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

97 SEP 26 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P23967 (3)

1. Corporation Name
BPAI, INC.

Principal Place of Business	Mailing Address
270 MADISON AVE. 2ND FLOOR NEW YORK NY 10016	270 MADISON AVE. 2ND FLOOR NEW YORK NY 10016

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 04/19/1989
3a. Date of Last Report: 02/08/1996

2. Principal Place of Business (21)
2a. Mailing Address (26)
Suite, Apt. #, etc. (22) / (27)
City & State (23) / (28)
Zip (24) / Country (25) / Zip (29) / Country (30)

4. FEI Number: 13-0598110 ☐ Applied For ☐ Not Applicable

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

6. Election Campaign Financing Trust Fund Contribution ☐ **$5.00** May Be Added to Fees

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. ☒ Yes ☐ No

9. Name and Address of Current Registered Agent

~~BOWEN, SERENA~~
5201 W. KENNEDY BLVD.
SUITE 730
TAMPA FL 33609

10. Name and Address of New Registered Agent

81 Name: HADERER, RUSSELL
82 Street Address (P.O. Box Number is Not Acceptable):
83
84 City: FL 85 Zip Code:

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE X Russell H 8-21-97
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	P	☐ DELETE	1.1 TITLE		☐ Change ☐ Addition
NAME	MARCHESANO, MICHAEL		1.2 NAME		
STREET ADDRESS	270 MADISON AVE.		1.3 STREET ADDRESS		
CITY-ST-ZIP	NEW YORK NY 10016		1.4 CITY-ST-ZIP		
TITLE	V	☐ DELETE	2.1 TITLE		☐ Change ☐ Addition
NAME	MACRINI, EDWARD L.		2.2 NAME		
STREET ADDRESS	270 MADISON AVE.		2.3 STREET ADDRESS		
CITY-ST-ZIP	NEW YORK NY 10016		2.4 CITY-ST-ZIP		
TITLE	S	☒ DELETE	3.1 TITLE	SECRETARY (S)	☒ Change ☐ Addition
NAME	SECORD, JAMES P		3.2 NAME	HUFNAGEL, LEON C.	
STREET ADDRESS	270 MADISON AVE.		3.3 STREET ADDRESS	270 MADISON AVE	
CITY-ST-ZIP	NEW YORK NY		3.4 CITY-ST-ZIP	NEW YORK, NY 10016	
TITLE	T	☒ DELETE	4.1 TITLE	TREASURER (T) AND (D)	☒ Change ☐ Addition
NAME	HUFNAGEL, LEON C		4.2 NAME	LEEDS, MICHAEL S.	
STREET ADDRESS	270 MADISON AVE.		4.3 STREET ADDRESS	270 MADISON AVENUE	
CITY-ST-ZIP	NEW YORK NY		4.4 CITY-ST-ZIP	NEW YORK, NY 10016	
TITLE	D	☒ DELETE	5.1 TITLE	CHAIRMAN (C) AND (D)	☒ Change ☐ Addition
NAME	SULLIVAN, STEPHEN G.		5.2 NAME	COSTELLO, RICHARD A	
STREET ADDRESS	270 MADISON AVE.		5.3 STREET ADDRESS	270 MADISON AVE	
CITY-ST-ZIP	NEW YORK NY 10016		5.4 CITY-ST-ZIP	NEW YORK, NY 10016	
TITLE	D	☒ DELETE	6.1 TITLE	FIRT VICE CHAIRWOMAN(D)	☒ Change ☐ Addition
NAME	COSTELLO, RICHARD A		6.2 NAME	BETH GORDON	
STREET ADDRESS	270 MADISON AVE.		6.3 STREET ADDRESS	270 MADISON AVENUE	
CITY-ST-ZIP	NEW YORK NY		6.4 CITY-ST-ZIP	NEW YORK, NY 10016	

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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 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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: [illegible] RICHARD A. COSTELLO 9/26/97 212/371-2240