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FILED  
Apr 28 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 # P25633 (9)  
1. Corporation Name  
THE TIMEX STORE, INC.



Principal Place of Business  
PARK ROAD EXTENSION  
P.O. BOX 310  
MIDDLEBURY CT 06762

Mailing Address  
PARK ROAD EXTENSION  
PO BOX 310  
MIDDLEBURY CT 06762-0310  
US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 08/16/1989	
21		26		4. FEI Number 06-1248165	Applied For Not Applicable
22. Suite, Apt. #, etc.		27. Suite, Apt. #, etc.		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23. City & State		28. City & State		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24. Zip	25. Country	29. Zip	30. Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
1201 HAYES ST.  
STE. 105  
TALLAHASSEE FL 32301

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	CD	<input type="checkbox"/> DELETE
NAME	OLSEN, F	
STREET ADDRESS	C/O TIMEX CORPORATION, PARK ROAD EXT.	
CITY-ST-ZIP	MIDDLEBURY CT	
TITLE	D	<input type="checkbox"/> DELETE
NAME	SHERER, F.	
STREET ADDRESS	BURR HALL RD	
CITY-ST-ZIP	MIDDLEBURY CT	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	JACOBI, CHARLES MICHAEL	
STREET ADDRESS	C/O TIMEX CORPORATION PARK ROAD EXT	
CITY-ST-ZIP	MIDDLEBURY CT	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	DEANGELIS, R	
STREET ADDRESS	79 OLD FARMS ROAD	
CITY-ST-ZIP	WATERTOWN CT	
TITLE	S	<input checked="" type="checkbox"/> DELETE
NAME	BRAUNSDORF, M.	
STREET ADDRESS	CO TIMEX CORPORATION, PARK ROAD EXT.	
CITY-ST-ZIP	MIDDLEBURY CT	
TITLE	AS	<input type="checkbox"/> DELETE
NAME	JUDGE, FRANK T	
STREET ADDRESS	WEST LANE	
CITY-ST-ZIP	RIDGEFIELD CT	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Treasurer	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Amir Rosenthal	
1.3 STREET ADDRESS	C/O Timex Corporation, Park Rd Ext.	
1.4 CITY-ST-ZIP	Middlebury, CT	
2.1 TITLE	President/Director	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Patrick Morris	
2.3 STREET ADDRESS	C/O Timex Corporation, Park Rd. Ext.	
2.4 CITY-ST-ZIP	Middlebury, CT	
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		

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

*Amir Rosenthal*

4/16/98

CR2E034 (10/97)