

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION
ANNUAL REPORT
1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Martinez
Secretary of State
Tallahassee, Florida 32301

APPROVED
AND
FILED

55 MAY -1 AM 1:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P31755** (2)

1. Corporation Name

JEWELERS FINANCIAL SERVICES, INC.

Principal Place of Business

Main Office

P.O. BOX 152757
M/S 6B12
IRVING TX 75015-2757
US

P.O. BOX 152757
M/S 6B-12
IRVING TX 75015-2757

DO NOT WRITE IN THIS SPACE

3. Date incorporated or qualified 11/07/1990	3a. Date of Last Report 05/01/1994
4. FEI Number 75-2341966	Applied Fee Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under 1991 (32) Florida Statutes. <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business

2a. Main Office

21. State and County

26. State and County

22. City & State

27. City & State

23. City & State

28. City & State

24. City & State

29. City & State

25. City & State

30. City & State

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301**

81. Name	85. Zip Code
82. Street Address (P.O. Box Number or Not Applicable)	FL
83.	
84. City	

11. Pursuant to the provisions of Sections 607.01(3)(a) and 607.01(3)(b) 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, members, or sole proprietor, as the case may be, and the appointment of registered agent. This filing will be effective upon the filing of this statement with the Department of State.

SIGNATURE

Print or type name and address of registered agent, if different from that of the corporation, and name and address of the person signing this statement.

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
OFFICER	PCB	1. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
NAME	SKINNER, JOHN	2. NAME	See Attached
STREET ADDRESS	901 W. WALNUT HILL	3. STREET ADDRESS	
CITY & STATE	IRVING TX	4. CITY & STATE	<input type="checkbox"/> Change <input type="checkbox"/> Address
OFFICER	AS	5. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
NAME	HABLUETZEL, KATHRYN	6. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
STREET ADDRESS	3820 CALCULUS DR	7. STREET ADDRESS	
CITY & STATE	DALLAS TX	8. CITY & STATE	<input type="checkbox"/> Change <input type="checkbox"/> Address
OFFICER	VC	9. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
NAME	WERTHEIMER, MERRIL	10. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
STREET ADDRESS	901 W WALNUT HILL LN	11. STREET ADDRESS	
CITY & STATE	IRVING TX	12. CITY & STATE	<input type="checkbox"/> Change <input type="checkbox"/> Address
OFFICER	AS	13. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
NAME	SOLOMON, BETTINA S	14. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
STREET ADDRESS	8718 AUTUMN OAKS	15. STREET ADDRESS	
CITY & STATE	DALLAS TX	16. CITY & STATE	<input type="checkbox"/> Change <input type="checkbox"/> Address
OFFICER	VAS	17. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
NAME	SIMON, DOLPH B.H.	18. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
STREET ADDRESS	901 W. WALNUT HILL	19. STREET ADDRESS	
CITY & STATE	IRVING TX	20. CITY & STATE	<input type="checkbox"/> Change <input type="checkbox"/> Address
OFFICER	AT	21. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
NAME	COOPER, DWAYNE A	22. NAME	<input type="checkbox"/> Change <input type="checkbox"/> Address
STREET ADDRESS	901 W WALNUT HILL LN	23. STREET ADDRESS	
CITY & STATE	IRVING TX	24. CITY & STATE	<input type="checkbox"/> Change <input type="checkbox"/> Address

14. I hereby certify that the information supplied with this filing is accurate, correct and I am not qualified for the exemption stated in Section 607.01(3)(b) Florida Statutes. I further certify that this information is submitted on the annual report of said corporation and report is true and correct and that the corporation shall have the same report filed if it made in the state that I am an officer or director of the corporation in the event the corporation is required to file the report as required by Chapter 607 Florida Statutes, and that my name appears on Block 4-12 of Block 13 of a report or annual report filed with any of these.

SIGNATURE: *Kathryn R Habluetzel*
SIGNATURE AND PRINTED NAME OF OFFICIAL OR AUTHORIZED REPRESENTATIVE

4/26/95 214-580-4101

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JEWELERS FINANCIAL SERVICES, INC.

BOARD OF DIRECTORS

Robert J. DiNicola
Larry Pollock
Merrill Wertheimer

Robert J. DiNicola	Chairman of the Board and Chief Executive Officer	145-36-3608	Home 3800 Beverly Drive, Dallas, TX 75205 Work 901 W. Walnut Hill Lane, Irving, TX 75038
Larry Pollock	President and Chief Operating Officer	282-42-1933	Home 6615 Norway, Dallas, TX 75230 Work 901 W. Walnut Hill Lane, Irving, TX 75038
Merrill Wertheimer	Executive Vice President, Finance and Administration	343-30-7326	Home 6431 Lamanga, Dallas, TX 75248 Work 901 W. Walnut Hill Lane, TX 75038
Thomas Whiddon	Sr. VP and Treasurer	418-70-3221	Home 5924 Lodestone Drive, Plano, TX 75093 Work 901 W. Walnut Hill, Irving, TX 75038
Dolph B.H. Simon	VP & Secretary	449-64-2719	Home 3030 McKinney-#302, Dallas, TX 75204 Work 901 W. Walnut Hill, Irving, TX 75038
Mark Lenz	Vice President, Controller	163-46-8292	Home 3821 Rolling Meadows, Bedford, TX 76021 Work 901 W. Walnut Hill, Irving, TX 75038
Kathryn R. Habluetzel	Asst. Treasurer - Taxes	434-37-6888	Home 3820 Calculus Dr., Dallas, TX 75244 Work 901 W. Walnut Hill, Irving, TX 75038
Bertina S. Solomon	Asst. Secretary	465-78-7842	Home 8718 Autumn Oaks, Dallas, TX 75243 Work 901 W. Walnut Hill, Irving, TX 75038

March 8, 1995