


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

FILED

May 07 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P33604 (0)
1. Corporation Name
POUR LE BEBE, INC.

Principal Place of Business 1420 S. PALOMA STREET LOS ANGELES CA 90021	Mailing Address 1420 S. PALOMA STREET LOS ANGELES CA 90021
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 04/08/1991	4. FEI Number 58-1728074	Applied For <input type="checkbox"/> 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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No		

2. Principal Place of Business 21 5500 E. Olympic Blvd. Suite, Apt. #, etc.	2a. Mailing Address 26 5500 E. Olympic Blvd. Suite, Apt. #, etc.
22 City & State 23 Los Angeles, CA 24 Zip 90022	27 City & State 28 Los Angeles, CA 29 Zip 90022

9. Name and Address of Current Registered Agent MIDDLETON, JAMES W. 218 HOSPITAL DR., N.E. FT. WALTON BEACH FL 32548-5068	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
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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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CS	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BENASRA, MICHEL	1.2 NAME	
STREET ADDRESS	1420 S. PALOMA STREET	1.3 STREET ADDRESS	5500 E Olympic Blvd
CITY-ST-ZIP	LOS ANGELES CA	1.4 CITY-ST-ZIP	Los Angeles, CA 90022
TITLE	COOP	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DENYS, GOULIN	2.2 NAME	
STREET ADDRESS	1420 S. PALOMA STREET	2.3 STREET ADDRESS	5500 E Olympic Blvd
CITY-ST-ZIP	LOS ANGELES CA	2.4 CITY-ST-ZIP	Los Angeles, CA 90022
TITLE	CFOT	3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MERRILL, TRENT	3.2 NAME	Bill Bussiere
STREET ADDRESS	1420 S. PALOMA STREET	3.3 STREET ADDRESS	5500 E Olympic Blvd
CITY-ST-ZIP	LOS ANGELES CA	3.4 CITY-ST-ZIP	Los Angeles, CA 90022
TITLE		4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		4.2 NAME	Stacy Deborah
STREET ADDRESS		4.3 STREET ADDRESS	5500 E Olympic Blvd
CITY-ST-ZIP		4.4 CITY-ST-ZIP	Los Angeles, CA 90022
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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:

[Signature] Secretary 1/6/98 213-836-2457

CR2E034 (10/97)