

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

FILED

Mar 06 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 # P37363 (9)

1. Corporation Name  
VARSITY SPIRIT FASHIONS & SUPPLIES, INC.

Principal Place of Business 2525 HORIZON LAKE DR. MEMPHIS, TENN 38133 P.O. BOX 341789 MEMPHIS TN 38184-1789	Mailing Address 2525 HORIZON LAKE DR. MEMPHIS, TENN 38133 P.O. BOX 341789 MEMPHIS TN 38184-1789
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 01/31/1992	
4. FEI Number 41-1459853	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 Suite, Apt #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt #, etc. 27 City & State 28 Zip 29 Country
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9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 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 date if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	NAME	<input type="checkbox"/> DELETE	1.1 TITLE	1.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
PCD	WEBB, JEFFREY G.	<input type="checkbox"/>	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP	
2525 HORIZON LAKE DR, #1	MEMPHIS TN				
V	BOYD, KLINE	<input type="checkbox"/>	2.1 TITLE	2.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2525 HORIZON LAKE DR #1	MEMPHIS TN		2.3 STREET ADDRESS	2.4 CITY-ST-ZIP	
ST	DUNSEATH, ROBERT W.	<input checked="" type="checkbox"/>	3.1 TITLE	3.2 NAME	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2525 HORIZON LAKE DR, #1	MEMPHIS TN		3.3 STREET ADDRESS	3.4 CITY-ST-ZIP	
D	GORDON, ALAN D.	<input checked="" type="checkbox"/>	4.1 TITLE	4.2 NAME	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2525 HORIZON LAKE DR, #1	MEMPHIS TN		4.3 STREET ADDRESS	4.4 CITY-ST-ZIP	
D	STURGES, RANDALL S.	<input checked="" type="checkbox"/>	5.1 TITLE	5.2 NAME	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
20 N. WACKER	CHICAGO IL		5.3 STREET ADDRESS	5.4 CITY-ST-ZIP	
D	WILLIS, WILLIAM C	<input checked="" type="checkbox"/>	6.1 TITLE	6.2 NAME	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3315 DEMOCRAT RD	MEMPHIS TN		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)(l), 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:

John M. Nichols John M. Nichols 2/26/98 (901) 387-4300

CR2E034 (10/97)