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PROFIT CORPORATION
 ANNUAL REPORT
 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # **P92000013750**

1. Corporation Name
R. KAUFMAN JEWELERS, INC.



Principal Place of Business 1801 PALM BEACH LAKES RD PALM BEACH MALL W PALM BEACH FL 33401 US	Mailing Address 1801 PALM BEACH LAKES BLVD. PALM BEACH MALL W PALM BEACH FL 33401 US
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DO NOT WRITE IN THIS SPACE

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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3. Date Incorporated or Qualified 12/23/1992	Applied For <input type="checkbox"/> Yes <input checked="" type="checkbox"/> Not Applicable
4. FEI Number 65-0427731	
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 the current year intangible Personal Property Tax.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

9. Name and Address of Current Registered Agent
KAUFMAN, RICHARD I
PALM BEACH MALL
1801 PALM BEACH LAKES BLVD.
W PALM BEACH FL 33401

10. Name and Address of New Registered Agent
 81 Name **ROBERT C. FURR, ESQ**
 82 Street Address (P.O. Box Number is Not Acceptable)
INTERSTATE PLAZA, SUITE 412
 83 **1499 W. PALMETTO PARK ROAD**
 84 City **BOCA RATON** FL 85 Zip Code **33486**

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]* DATE **4/11/99**

12. OFFICERS AND DIRECTORS

TITLE	D	<input type="checkbox"/> DELETE
NAME	KAUFMAN, RICHARD I	
STREET ADDRESS	8750 MARLAMOR LANE	
CITY-ST-ZIP	PALM BEACH GARDENS FL 33412	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	1801 PALM BEACH LAKES BLVD
1.4 CITY-ST-ZIP	W PALM BEACH, FL 33401

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.073(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, with a letter like empowered.

SIGNATURE: *Richard I Kaufman* DATE: **3/25/99** DAYTIME PHONE #: **561 478 6800**

CR2E034 (11/98)