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FILED
Jun 19 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **P96000005773 (2)**

1. Corporation Name

EXCLUSIVELY BABIES, INC.

Principal Place of Business

**14705 BALGOWAN ROAD, #201
MIAMI LAKES FL 33016**

Mailing Address

**14705 BALGOWAN ROAD, #201
MIAMI LAKES FL 33016-6468**

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

Country

9. Name and Address of Current Registered Agent

**ESSEN, RICHARD J
18305 BISCAYNE BLVD.
SUITE 400
NORTH MIAMI BEACH FL 33180**

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 my obligation under Section 607.0505, Florida Statutes, to maintain the corporation's records and to deliver them to the corporation upon demand.

SIGNATURE

Signature of person filing this statement

Signature of person accepting appointment as registered agent

Signature of person accepting appointment as registered agent

12. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP

Jodele Rivera - Officer
14203 SW 66th St #B-105
Miami, FL 33183

TITLE NAME STREET ADDRESS CITY-ST-ZIP

Elena Endara - Officer
14705 Balgown Rd. #201
Miami Lks, FL 33016

TITLE NAME STREET ADDRESS CITY-ST-ZIP

Cheryl Feul K
9821 SW 130 St.
Miami, FL 33176

TITLE NAME STREET ADDRESS CITY-ST-ZIP

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TITLE NAME STREET ADDRESS CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP

2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP

3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP

4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP

5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP

6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

14. I do 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 checked, or in an attachment to this filing.

SIGNATURE

Richard J. Essen
4/15/97

CR2E034 (9/96)