

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

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
Jun 12 1998 8:00am
Secretary of State

DOCUMENT #

1. Corporation Name

P97000036872

HM-II, Inc.

Principal Place of Business

Mailing Address

C/O Tomen America, Inc.
1285 Avenue of the Americas, 36F1
New York, NY 10019

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

4/4/97

2. Principal Place of Business

2a. Mailing Address

4. FEI Number

13-3949202

Applied For

Not Applicable

21. Suite, Apt. #, etc.

26. Suite, Apt. #, etc.

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

22. City & State

27. City & State

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

23. Zip

Country

28. Zip

Country

8. This corporation owes or has paid the current year intangible
Personal Property Tax due June 30

Yes No

24. Zip

25. Country

29. Zip

30. Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

C T Corporation System
8751 West Broward Blvd.
Plantation, FL 33324

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 the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature of registered agent or person authorized to sign on behalf of the corporation.

(NOTE: Registered Agent signature required when constituting)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE President: Takashi Sano ☒ DELETE
NAME 1285 Avenue of the Americas
STREET ADDRESS New York, NY 10019
CITY-ST-ZIP

11. TITLE ☐ Change ☒ Addition
12. NAME President: Tadashi Kobayashi
13. STREET ADDRESS 1285 Avenue of the Americas
14. CITY-ST-ZIP New York, NY 10019

TITLE Vice President: James McCarthy ☒ DELETE
NAME 1285 Avenue of the Americas
STREET ADDRESS New York, NY 10019
CITY-ST-ZIP

21. TITLE ☐ Change ☐ Addition
22. NAME
23. STREET ADDRESS
24. CITY-ST-ZIP

TITLE Treasurer: Hideki Mushika ☒ DELETE
NAME 1285 Avenue of the Americas
STREET ADDRESS New York, NY 10019
CITY-ST-ZIP

31. TITLE ☐ Change ☐ Addition
32. NAME
33. STREET ADDRESS
34. CITY-ST-ZIP

TITLE Secretary: Robert Cohen ☒ DELETE
NAME 1285 Avenue of the Americas
STREET ADDRESS New York, NY 10019
CITY-ST-ZIP

41. TITLE ☐ Change ☒ Addition
42. NAME John Maraia, Secretary
43. STREET ADDRESS 1285 Avenue of the Americas
44. CITY-ST-ZIP New York, NY 10019

TITLE ☐ DELETE
NAME * See attached sheet for list of
STREET ADDRESS Directors.
CITY-ST-ZIP

51. TITLE ☐ Change ☐ Addition
52. NAME
53. STREET ADDRESS
54. CITY-ST-ZIP

TITLE ☐ DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

61. TITLE ☐ Change ☐ Addition
62. NAME 300002563259
63. STREET ADDRESS 06/17/98-01000-027
64. CITY-ST-ZIP ***150.00

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:

James McCarthy, Vice President

4/20/98

(212) 397 5808

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (1097)

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**LIST OF DIRECTORS
for Florida Subsidiary Companies**

HM-II, Inc.

Director: Tadashi Kobayashi
c/o Tomen America, Inc.
1285 Avenue of the Americas, 36th Fl
New York, NY 10019

Director: James J. McCarthy
c/o Tomen America, Inc.
1285 Avenue of the Americas, 36th Fl
New York, NY 10019

Director: Shuzo Oshima
c/o Tomen America, Inc.
1285 Avenue of the Americas, 36th Fl
New York, NY 10019