

2002 FOR PROFIT CORPORATION
UNIFORM BUSINESS REPORT (UBR)

FILED
May 08, 2002 8:00 am
Secretary of State

05-08-2002 90139 023 ***150.00

DOCUMENT # P98000080098
1. Entity Name
WORTH AVENUE LEASING COMPANY

653128

DO NOT WRITE IN THIS SPACE

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2. Principal Place of Business 1201 ELM ST Suite, Apt. #, etc. SUITE 2800 City & State DALLAS TX Zip 75270 Country U.S.A.		3. Mailing Address 1201 ELM ST Suite, Apt. #, etc. SUITE 2800, Attn: Tax Dept City & State DALLAS TX Zip 75270 Country U.S.A.	
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4. FEI Number 04-3435996	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	

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7. Name and Address of Current Registered Agent Name CT CORPORATION SYSTEM Street Address (P.O. Box Number is Not Acceptable) 1200 SOUTH PINE ISLAND ROAD City PLANTATION FL Zip Code 33324	
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8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating)
Signature, typed or printed name of registered agent and title if applicable. DATE _____

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back)

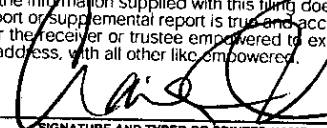
January 1 - May 1 Fee is \$150.00
After May 1, Fee is \$550.00
Amended UBR is \$61.25
Make Check Payable to Department of State

10. Election Campaign Financing Trust Fund Contribution. \$5.00 May Be Added to Fees

11. OFFICERS AND DIRECTORS			
TITLE	PCEO	TITLE	
NAME	TANSKY, BURTON M.	NAME	
STREET ADDRESS	1618 MAIN ST	STREET ADDRESS	
CITY-ST-ZIP	DALLAS, TX 75201	CITY-ST-ZIP	
TITLE	D	TITLE	
NAME	SMITH, RICHARD A	NAME	
STREET ADDRESS	3 NEWTON EXECUTIVE PARK, SUITE 304	STREET ADDRESS	
CITY-ST-ZIP	NEWTON, MA 02462	CITY-ST-ZIP	
TITLE	VPS	TITLE	
NAME	BANGS, NELSON A.	NAME	
STREET ADDRESS	1618 MAIN ST	STREET ADDRESS	
CITY-ST-ZIP	DALLAS, TX 75201	CITY-ST-ZIP	
TITLE	VPT	TITLE	
NAME	SHIRLEY, STACIE R.	NAME	
STREET ADDRESS	1201 ELM ST, SUITE 2800	STREET ADDRESS	
CITY-ST-ZIP	DALLAS, TX 75270	CITY-ST-ZIP	
TITLE	VP	TITLE	
NAME	SKINNER, JAMES E.	NAME	
STREET ADDRESS	1618 MAIN ST	STREET ADDRESS	
CITY-ST-ZIP	DALLAS, TX 75201	CITY-ST-ZIP	
TITLE	VP	TITLE	
NAME	JOHNSON, CRAIG	NAME	
STREET ADDRESS	1201 ELM ST, SUITE 2800	STREET ADDRESS	
CITY-ST-ZIP	DALLAS, TX 75270	CITY-ST-ZIP	

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13. 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 report or supplemental 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 11 or on an attachment with an address, with all other like empowered.

SIGNATURE:  CRAIG JOHNSON
Date: 4/25/02
Daytime Phone #: (214) 757-2960

CR2E034B (12/01)

WORTH AVENUE LEASING COMPANY

1618 Main Street
Dallas, TX 75201
214-741-6911

Attachment

*Doc # P98000000098
653/28*

OFFICERS

Burton M. Tansky
Nelson A. Bangs
Stacie R. Shirley
W. Craig Johnson

President and Chief Executive Officer
Vice President and Secretary
Vice President and Treasurer 1201 Elm St., Suite 2800, Dallas, TX 75270
Vice President – Tax 1201 Elm St., Suite 2800, Dallas, TX 75270

The address for all Officers and Directors is 1618 Main St., Dallas, TX 75201 except as listed separately.

DIRECTORS

Richard A. Smith
Robert A. Smith
Brian J. Knez

The address for all Directors is 3 Newton Executive Park, Suite 304, Newton, MA 02462