

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT  
CORPORATION  
ANNUAL REPORT  
1996



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

DOCUMENT # S21031 (7)

1. Corporation Name

COLONIAL PALMS KAY-BEE TOY, INC.

Principal Place of Business

100 WEST ST  
PITTSFIELD MA 01201

Mailing Address

100 WEST ST  
PITTSFIELD MA 01201

3. Date Incorporated or Qualified  
12/27/1990

3a. Date of Last Report  
04/12/1995

2. Principal Place of Business

2a. Mailing Address

21

26

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22

27

City & State

City & State

23

28

Zip

Country

Zip

Country

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

UNITED STATES CORPORATION COMPANY  
1201 HAYES ST.  
STE 105  
TALLAHASSEE FL 32301

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, typed or printed name of registered agent and the corporation

(NOTE: Registered Agent signature required when existing)

DATE

12. OFFICERS AND DIRECTORS

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

| TITLE | NAME              | STREET ADDRESS      | CITY-STATE-ZIP  | DELETE                              |
|-------|-------------------|---------------------|-----------------|-------------------------------------|
| P     | IVerson, ANN      | 410 WILLIAMS ST     | PITTSFIELD MA   | <input checked="" type="checkbox"/> |
| SVP   | FINE, ALAN        | 9 CLIFFWOOD ST      | LENOX MA        | <input type="checkbox"/>            |
| VP    | CRONIN, R MICHAEL | 197 BARTLETT AVE    | PITTSFIELD MA   | <input checked="" type="checkbox"/> |
| TSV   | FARRELL, DAVID B  | SR 68 BOX 143A N/A  | SOUTHFIELD MA   | <input checked="" type="checkbox"/> |
| AT    | HENDRIX, JOHN     | 106 APPLE TREE LANE | DALTON MA 01226 | <input type="checkbox"/>            |
| AS    | PALINO, ANTHONY   | 45 PINE KNOLL RD    | LENOX MA        | <input type="checkbox"/>            |

| 1.1 TITLE | 1.2 NAME | 1.3 STREET ADDRESS | 1.4 CITY-STATE-ZIP | Change                              | Addition                 |
|-----------|----------|--------------------|--------------------|-------------------------------------|--------------------------|
| 2.1 TITLE | 2.2 NAME | 2.3 STREET ADDRESS | 2.4 CITY-STATE-ZIP | <input checked="" type="checkbox"/> | <input type="checkbox"/> |
| 3.1 TITLE | 3.2 NAME | 3.3 STREET ADDRESS | 3.4 CITY-STATE-ZIP | <input type="checkbox"/>            | <input type="checkbox"/> |
| 4.1 TITLE | 4.2 NAME | 4.3 STREET ADDRESS | 4.4 CITY-STATE-ZIP | <input type="checkbox"/>            | <input type="checkbox"/> |
| 5.1 TITLE | 5.2 NAME | 5.3 STREET ADDRESS | 5.4 CITY-STATE-ZIP | <input type="checkbox"/>            | <input type="checkbox"/> |
| 6.1 TITLE | 6.2 NAME | 6.3 STREET ADDRESS | 6.4 CITY-STATE-ZIP | <input checked="" type="checkbox"/> | <input type="checkbox"/> |

SIGNATURE: x

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

DB WEGROCKI

44-96

413499086

CR2E034 (12/95)

S21031

pg 2 of 3

KAY-BEE TOYS/TOY WORKS - SUBSIDIARIES

| <u>Name</u>        | <u>Title</u>   | <u>Business Address</u>                 | <u>Residence Address</u>                          |
|--------------------|--|---|---|
| Alan Fine          | President &<br>C.O.O.                                      | 100 West Street<br>Pittsfield, MA 01201 | 9 Cliffwood Street<br>Lenox, MA 01240             |
| Anthony Palino     | Vice<br>President<br>& Assistant<br>Secretary              | 100 West Street<br>Pittsfield, MA 01201 | 45 Pine Knoll Rd.<br>Lenox, MA 01240              |
| Donald B. Wegrocki | Assistant<br>Secretary,<br>Asst Treasurer                  | 100 West Street<br>Pittsfield, MA 01201 | 77 Frederick Drive<br>Dalton, MA 01226            |
| John Hendrix       | CFO,<br>Sr. Vice<br>President,<br>Treasurer &<br>Secretary | 100 West Street<br>Pittsfield, MA 01201 | 106 Apple Tree Lane<br>Dalton, MA 01226           |
| Salvatore Vasta    | Vice<br>President  | 100 West Street<br>Pittsfield, MA 01201 | 89 Dunmore Court<br>Lenox, MA 01240               |
| Patricia Ippoliti  | Senior<br>Vice<br>President                                | 100 West Street<br>Pittsfield, MA 01201 | 108 E Housatonic St Apt 7<br>Pittsfield, MA 01201 |

S21031

pg 3 of 3

| <u>Name</u>        | <u>Title</u>   | <u>Business Address</u>                 | <u>Residence Address</u>                              |
|--------------------|--|---|---|
| Nick Seufert       | Vice<br>President  | 100 West Street<br>Pittsfield, MA 01201 | 106 E Housatonic St. Apt 3<br>Pittsfield, MA 01201    |
| Bonnie Burton      | Vice<br>President  | 100 West Street<br>Pittsfield, MA 01201 | 22 Tamie way<br>Pittsfield, MA 01201                  |
| Mark R. Johnson    | Assistant<br>Controller /<br>Asst Sec. /<br>Asst Treasurer | 100 West Street<br>Pittsfield, MA 01201 | 140 Raymond Drive<br>Dalton, MA 01226                 |
| Neil Watanabe      | Vice<br>President<br>& Controller                          | 100 West Street<br>Pittsfield, MA 01201 | 30231 Cheret Lane<br>Rancho Palos Verdes,<br>CA 90275 |
| Thomas Alfonsi     | Vice<br>President  | 100 West Street<br>Pittsfield, MA 01201 | 6 Daralyn Ct.<br>Pittsfield, MA 01201                 |
| David W. Kinsley   | Vice<br>President  | 100 West Steet<br>Pittsfield, MA 01201  | 44 Victoria Lane<br>Lanesboro, MA 01237               |
| Dave Gary          | Vice<br>President  | 100 West Street<br>Pittsfield, MA 01201 | 611 South St.<br>Dalton, MA 01226                     |
| Arthur V. Richards | Director   | One Theall Rd.<br>Rye, NY 10580         | 63 Kipp St.<br>Chappaqua, NY 10514                    |