

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

DOCUMENT #
1. Corporation Name

V18651

Sunset Properties of Naples, Inc.

Principal Place of Business

Mailing Address

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

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

3/4/92

2. Principal Place of Business

2a. Mailing Address

4. FEI Number

13-3721440

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

Country

29. Zip

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 (Print Name and Address)

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

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

11 TITLE
12 NAME
13 STREET ADDRESS
14 CITY-STATE-ZIP
Change Addition

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

21 TITLE
22 NAME
23 STREET ADDRESS
24 CITY-STATE-ZIP
Change Addition

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

31 TITLE
32 NAME
33 STREET ADDRESS
34 CITY-STATE-ZIP
Change Addition

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

41 TITLE
42 NAME
43 STREET ADDRESS
44 CITY-STATE-ZIP
Change Addition

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

51 TITLE
52 NAME
53 STREET ADDRESS
54 CITY-STATE-ZIP
Change Addition

TITLE
NAME
STREET ADDRESS
CITY-STATE-ZIP

61 TITLE
62 NAME
63 STREET ADDRESS
64 CITY-STATE-ZIP
Change Addition

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 included 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

CR2E034 (10/97)

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**LIST OF DIRECTORS
for Florida Subsidiary Companies**

Sunset Properties of Naples, 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