

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

CORPORATION
ANNUAL REPORT



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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

537-1995
537-26515-82302

DOCUMENT # **J36621** (7)

1. Corporation Name
PALM BEACH MALL KAY-BEE TOY, INC.

95 APR 12 PM 10: 26

Principal Place of Business Mailing Address
100 WEST STREET PITTSFIELD MA 01201

DO NOT WRITE IN THIS SPACE.

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	3a. Date of Last Report
21		26		10/07/1986	04/04/1994
22		27		4. FEI Number	Applied For
23		28		06-1183656	Not Applicable
24		29		5. Certificate of Status Desired	\$8.75 Additional Fee Required
25		30		6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
26		31		8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
UNITED STATES CORPORATION COMPANY 1201 HAYS STREET SUITE 105 TALLAHASSEE FL 32301				81 Name			
				82 Street Address (P.O. Box Number is Not Acceptable)			
				83			
				84 City			
				FL			

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 _____ DATE _____
Signature listed is printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when registering)

12. OFFICERS AND DIRECTORS		13. CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	1. TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	QURAESHI, SHAHID	2. NAME	
STREET ADDRESS	ONE THEALL RD	3. STREET ADDRESS	
CITY - ST - ZIP	RYE NY	4. CITY - ST - ZIP	
TITLE	D	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RICHARDS, ARTHUR V.	2.2 NAME	
STREET ADDRESS	ONE THEALL RD	2.3 STREET ADDRESS	
CITY - ST - ZIP	RYE NY	2.4 CITY - ST - ZIP	
TITLE	SVT	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	FARRELL, DAVID	3.2 NAME	
STREET ADDRESS	SR 68 BOX 143A	3.3 STREET ADDRESS	
CITY - ST - ZIP	SOUTHFIELD MA	3.4 CITY - ST - ZIP	
TITLE	DP	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	POLTZER, JERALD	4.2 NAME	
STREET ADDRESS	100 WEST STR	4.3 STREET ADDRESS	P ANN JARSON
CITY - ST - ZIP	PITTSFIELD MA	4.4 CITY - ST - ZIP	410 Williams St Pittsfield MA 01201
TITLE	VP	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PALINO, ANTHONY	5.2 NAME	
STREET ADDRESS	45 PINE KNOLL ROAD	5.3 STREET ADDRESS	
CITY - ST - ZIP	LENOX MA	5.4 CITY - ST - ZIP	
TITLE	D	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	HARTMAN, PETER M.	6.2 NAME	
STREET ADDRESS	ONE THEALL ROAD	6.3 STREET ADDRESS	P Maureen Richards
CITY - ST - ZIP	RYE NY	6.4 CITY - ST - ZIP	One theall Rd Rye NY

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 110.07(3)(k), 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: JOHN HENDRIX 3/24/95
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR



100 West St., Pittsfield, Massachusetts 01201-5761
(413) 499-0086 Fax (413) 499-3739

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KAY-BEE TOYS/TOY WORKS - SUBSIDIARIES

<u>Name</u>	<u>Title</u>	<u>Business Address</u>	<u>Residence Address</u>
Ann Iverson	President & CEO	100 West Street Pittsfield, Ma 01201	410 Williams Street Pittsfield, MA 01201
Alan Fine	Senior Vice President	100 West Street Pittsfield, MA 01201	9 Cliffwood Street Lenox, MA 01240
Thomas Nelson	Vice President	100 West Street Pittsfield, Ma 01201	55 Joanne Road. Stoughton, MA 02072
Anthony Palino	Vice President & Assistant Secretary	100 West Street Pittsfield, MA 01201	45 Pine Knoll Rd. Lenox, MA 01240
Bruce H. Campbell	Vice President	100 West Street Pittsfield, MA 01201	37 Wyngate Drive Avon, CT 06001
R. Michael Cronin	Vice President & Assistant Secretary	100 West Street Pittsfield, MA 01201	197 Bartlett Ave Pittsfield, MA 01201
David B. Farrell	CFO, Sr. Vice President, Treasurer & Secretary	100 West Street Pittsfield, MA 01201	SR 68 Box 143A Southfield, MA 01259
Roland C. Faubert	Vice President	100 West Street Pittsfield, MA 01201	31 Churchill Crest Pittsfield, MA 01201
Kathy A. Self	Vice President	100 West Street Pittsfield, MA 01201	6502 Coppercreek Rd. Dallas, TX 75248
Mark Ramsdell	Vice President	100 West Street Pittsfield, MA 01201	4 Shady Hollow Path Ashland, MA 01721

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<u>Name</u>	<u>Title</u>	<u>Business Address</u>	<u>Residence Address</u>
Dennis Veltre	Vice President	100 West Street Pittsfield, MA 01201	36 Andover St. Pittsfield, MA 01201
Salvatore Vasta	Vice President	100 West Street Pittsfield, MA 01201	East St. - Oct. Mt. RR2 - Box 255 Lee, MA 01201
Robert Danielson	Vice President	100 West Street Pittsfield, MA 01201	6 Julianna Dr. Pittsfield, MA 01201
Patricia Ippoliti	Senior Vice President	100 West Street Pittsfield, MA 01201	3C Foxhollow Lenox, MA 01240
Nick Seufert	Vice President	100 West Street Pittsfield, MA 01201	106 East Housatonic St. Pittsfield, MA 01201
John L. Hendrix	Vice President, Assistant Treasurer, Assistant Secretary & Controller	100 West Street Pittsfield, MA 01201	106 Apple Tree Ln. Dalton, MA 01226
Mark R. Johnson	Assistant Controller	100 West Street Pittsfield, MA 01201	140 Raymond Drive Dalton, MA 01226
Thomas Alfonsi	Vice President	100 West Street Pittsfield, MA 01201	6 Daryn Ct. Pittsfield, MA 01201
David W. Kinsley	Vice President	100 West Steet Pittsfield, MA 01201	11 Upper Greylock Est. Lanesboro, MA 01237
Maureen Richards	Director	One Theall Rd. Rye, NY 10580	640 West 231 St. Bronx, NY 12061
Shahid Quraeshi	Director	One Theall Rd. Rye, NY 10580	105 Harbor Dr. Stamford, CT 06902
Arthur V. Richards	Director	One Theall Rd. Rye, NY 10580	63 Kipp St. Chappaqua, NY 10514