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

PROFIT CORPORATION ANNUAL REPORT 1997



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

97 JUL 11 PM 2:52 SECRETARY OF STATE TALLAHASSEE FLORIDA

DOCUMENT # 286888 (3) 1. Corporation Name

CORE MARKETS, INC.

Principal Place of Business: 800 SYLVAN AVE ENGLEWOOD CLIFFS, NJ 07632 Mailing Address: 800 SYLVAN AVE ENGLEWOOD CLIFFS, NJ 07632

2. Principal Place of Business 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100

3. Date Incorporated or Qualified: 4/02/1964 3a. Date of Last Report: 3/14/96 4. FEI Number: 59-1090160 Applied For: Not Applicable 5. Certificate of Status Desired: \$8.75 Additional Fee Required 6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

9. Name and Address of Current Registered Agent: CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION, FL 33324

10. Name and Address of New Registered Agent: 81 Name, 82 Street Address, 83, 84 City, 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 title if applicable (NOTE: Registered Agent signature required when reconstituting) DATE:

Table with 5 rows and 2 columns: OFFICERS AND DIRECTORS. Columns: TITLE, NAME, STREET ADDRESS, CITY - ST - ZIP. Includes a DELETE checkbox for each row.

Table with 5 rows and 2 columns: ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12. Columns: 11 TITLE, 12 NAME, 13 STREET ADDRESS, 14 CITY - ST - ZIP. Includes checkboxes for Change and Addition.

14. I do 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: [Signature] SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

6/30/97 (201) 871-5563 Date: Day: Month: Year: Telephone Number:

CR2E034 (9/96)

**CORE MARKETS, INC.  
OFFICERS AND DIRECTORS LIST**

<u>NAME:</u>	<u>TITLE</u>	<u>ADDRESS:</u>
* Robert M. Phillips	Chairman	33 Benedict Place Greenwich, CT 06830
* Mark Landry	President, Treasurer	33 Benedict Place Greenwich, CT 06830
* Melvin H. Kurtz	Vice President Secretary	33 Benedict Place Greenwich, CT 06830
Kenneth C. Leonard	Asst. Secretary	33 Benedict Place Greenwich, CT 06830
John Krantz	Asst. Treasurer - Tax	800 Sylvan Avenue Englewood Cliffs, NJ 07632
* Designates Director		

**Coopers  
& Lybrand**

**Coopers & Lybrand L.L.P.**

a professional services firm

Thomas J. Lipton Building  
800 Sylvan Avenue  
Englewood Cliffs, N.J. 07632

facsimile (201) 871-8241

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July 7, 1997

Annual Report Filing  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL. 32399

Re: Conopco, Inc. FEIN: 13-1840427  
BBJ Products, Inc. FEIN: 59 -2025292  
Core Markets, Inc. FEIN: 59 -1090160  
Emerald Manufacturing Company FEIN: 59 -2025294  
Spectrum Land Company FEIN: 59 -2481792  
Profit Corporation Annual Reports - 1997

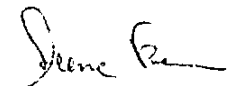
Dear Sir or Madam:

Enclosed, please find a completed and signed 1997 - Profit Corporation Annual Report and a check in the amount of \$165.00 for each of the above mentioned companies.

Since taxpayer did not receive a pre-printed forms before the due date of May 1, 1997, but received this form per telephone request, we were advised by your Department, that due to this oversight, the regular fee of \$165.00 would be accepted.

Should you have any question regarding the above and or attached, please contact me at (201)-871-5563.

Very Truly Yours,



Irene Fram

Encl.