

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

FILED
Apr 23 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 473299 (6)

1. Corporation Name
CACHE, INC.



Principal Place of Business 1460 BROADWAY, 16TH FL. NEW YORK NY 10036	Mailing Address 1460 BROADWAY, 16TH FL. NEW YORK NY 10036
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 04/25/1975	
21 State, Apt # etc	22 City & State	26 State, Apt #, etc.	27 City & State	4. FEI Number 59-1588181	Applied For Not Applicable
23 Zip	24 Country	28 Zip	29 Country	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
25		30		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	

PRENTICE-HALL CORPORATION SYSTEM, INC.
110 NORTH MAGNOLIA STREET
TALLAHASSEE FL 32301

81 Name	82 Street Address (P.O. Box Number is Not Acceptable)	83	84 City	85 Zip Code
			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 _____ (Signature typed or printed name of registered agent and the applicable date)
 _____ (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	NAME	11 TITLE	12 NAME
	CD SAUL, ANDREW	<input type="checkbox"/> Change	<input checked="" type="checkbox"/> Addition
STREET ADDRESS	1460 BROADWAY, 16TH FL.	13 STREET ADDRESS	1460 Broadway 15th FL
CITY-STATE-ZIP	NEW YORK NY	14 CITY-STATE-ZIP	NY NY 10036
	D SAUL, JOSEPH	21 TITLE	<input type="checkbox"/> Change
STREET ADDRESS	1460 BROADWAY, 16TH FL.	22 NAME	VP ROY SMITH
CITY-STATE-ZIP	NEW YORK NY	23 STREET ADDRESS	1460 Broadway 15th FL
	V REINCKENS, THOMAS E.	24 CITY-STATE-ZIP	NY NY 10036
STREET ADDRESS	1460 BROADWAY, 16TH FL.	31 TITLE	<input type="checkbox"/> Change
CITY-STATE-ZIP	NEW YORK NY	32 NAME	D Morton Schrader
	V HOO, MAE SOO	33 STREET ADDRESS	1460 Broadway 15th FL
STREET ADDRESS	1460 BROADWAY	34 CITY-STATE-ZIP	NY NY 10036
CITY-STATE-ZIP	NEW YORK NY	41 TITLE	<input type="checkbox"/> Change
	S COSTER, VICTOR J	42 NAME	<input type="checkbox"/> Addition
STREET ADDRESS	1460 BROADWAY	43 STREET ADDRESS	
CITY-STATE-ZIP	NEW YORK NY	44 CITY-STATE-ZIP	
		51 TITLE	<input type="checkbox"/> Change
STREET ADDRESS		52 NAME	
CITY-STATE-ZIP		53 STREET ADDRESS	
		54 CITY-STATE-ZIP	
STREET ADDRESS		61 TITLE	<input type="checkbox"/> Change
CITY-STATE-ZIP		62 NAME	
		63 STREET ADDRESS	
		64 CITY-STATE-ZIP	

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 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: *Victor J. Coster* **4/03/98 (212)575-3200**

CR2E034 (10/97)