

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

**FILED**  
**May 14 1998 8:00am**  
**Secretary of State**

<b>PROFIT CORPORATION</b> <b>ANNUAL REPORT</b> <b>1998</b>	FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT #** F96000003162  
 1. Corporation Name  
**AARON BROTHERS, INC.**

Principal Place of Business 1270 S GOODRICH BLVD COMMERCE CA 90022	Mailing Address 8000 BENT BRANCH DR. IRVING, TX 75063
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DO NOT WRITE IN THIS SPACE  
 3. Date Incorporated or Qualified  
 06/21/1996

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country	4. FEI Number 13-3498646	Applied For <input type="checkbox"/> Not Applicable
		5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent  
**C T CORPORATION SYSTEM**  
 1200 SOUTH PINE ISLAND ROAD  
 PLANTATION FL 33324

10. Name and Address of New Registered Agent  
 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 title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. <i>see attached</i> OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DP DALE, BRUCE 1270 S GOODRICH BLVD COMMERCE CA 90022 <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 8000 Bent Branch Drive Irving TX 75063
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DV PANNEK, MATTHEW 1270 S GOODRICH BLVD COMMERCE CA 90022 <input checked="" type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition VICE PRESIDENT LAROCHE, DAVID J. 8000 BENT BRANCH DRIVE IRVING TX 75063
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DV SULLIVAN, DOUGLAS B. 8000 BENT BRANCH DRIVE IRVING TX 75063 <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition Vice President
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DV FRIEDMAN, JANINE 1270 S GOODRICH BLVD COMMERCE CA 90022 <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition Vice President 8000 Bent Branch Drive Irving TX 75063
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DS BEASLEY, MARK 1270 S GOODRICH BLVD COMMERCE CA 90022 <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition 8000 BENT BRANCH DRIVE IRVING TX 75063
TITLE NAME STREET ADDRESS CITY - ST - ZIP	DVP KEEPES, DAVID 8000 BENT BRANCH DRIVE IRVING TX 75063 <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition Treasurer 900002528929 -05/19/98--01046--026 ***150.00

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), 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: *David J. Laroche* **David J. Laroche** 04/ /98 972 (409) 1489  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (10/97)

**AARON BROTHERS, INC.**  
**FEIN # 13-3498646**  
**LIST OF OFFICERS & DIRECTORS**

OFFICERS & DIRECTORS

POSITION HELD

R. Michael Rouleau  
8000 Bent Branch Dr.  
Irving, TX 75063

Director

Bryan M. DeCordova  
8000 Bent Branch Dr.  
Irving, TX 75063

Director and  
Executive Vice President

Mark V. Beasley  
8000 Bent Branch Dr.  
Irving, TX 75063

Director, Vice President and  
Secretary

Bruce Dale  
8000 Bent Branch Dr.  
Irving, TX 75063

President

Douglas B. Sullivan  
8000 Bent Branch Dr.  
Irving, TX 75063

Executive Vice President

David J. Laroche  
8000 Bent Branch Dr.  
Irving, TX 75063

Vice President, CFO and  
Assistant Secretary

Janine Friedman  
8000 Bent Branch Dr.  
Irving, TX 75063

Vice President

Brent Wanstreet  
8000 Bent Branch Dr.  
Irving, TX 75063

Vice President

Christopher J. Holland  
8000 Bent Branch Dr.  
Irving, TX 75063

Vice President

David Keepes  
8000 Bent Branch Dr.  
Irving, TX 75063

Treasurer

Janet Morehouse  
8000 Bent Branch Dr.  
Irving, TX 75063

Assistant Secretary