FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION
ANNUAL REPORT
1995

FLORIDA DEPARTMENT OF STATE

APPROVED
AND
FILED

95 MAY -1 AM 9:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P00708 (8)

1. Corporate Name

HANDLER TEXTILE CORP.

Principal Place of Business	Mailing Address
24 EMPIRE BLVD MOONACHIE NJ 07074 US	24 EMPIRE BLVD MOONACHIE NJ 07074 US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 01/25/1984
3a. Date of Last Report: 03/22/1994

2. Principal Place of Business — 21 / 22 Suite, Apt. #, etc. / 23 City & State / 24 Zip / 25 Country

2a. Mailing Address — 26 / 27 Suite, Apt. #, etc. / 28 City & State / 29 Zip / 30 Country

4. FEI Number: 13-2585750 ☐ 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

THE PRENTICE-HALL CORPORATION SYSTEM INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

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 ______ DATE ______

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	11 TITLE	☐ Change ☐ Addition
NAME	LEMACK, EDWARD	12 NAME	
STREET ADDRESS	450 SEVENTH AVENUE	13 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	14 CITY-ST-ZIP	
TITLE	D	21 TITLE	☐ Change ☐ Addition
NAME	ABRAMOWITZ, ARNOLD	22 NAME	
STREET ADDRESS	450 SEVENTH AVENUE	23 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	24 CITY-ST-ZIP	
TITLE		31 TITLE	☐ Change ☐ Addition
NAME		32 NAME	
STREET ADDRESS		33 STREET ADDRESS	
CITY-ST-ZIP		34 CITY-ST-ZIP	
TITLE		41 TITLE	☐ Change ☐ Addition
NAME		42 NAME	
STREET ADDRESS		43 STREET ADDRESS	
CITY-ST-ZIP		44 CITY-ST-ZIP	
TITLE		51 TITLE	☐ Change ☐ Addition
NAME		52 NAME	
STREET ADDRESS		53 STREET ADDRESS	
CITY-ST-ZIP		54 CITY-ST-ZIP	
TITLE		61 TITLE	☐ Change ☐ Addition
NAME		62 NAME	
STREET ADDRESS		63 STREET ADDRESS	
CITY-ST-ZIP		64 CITY-ST-ZIP	

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 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] EDWARD LEMACK 4/28/95 201-641-4500

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

0396077 FP

FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT 1995

FLORIDA DEPARTMENT OF STATE

APPROVED AND FILED

95 MAY -1 PM 9:37

SECRETARY OF STATE TALLAHASSEE, FLORIDA

DOCUMENT # P00947 (2)

1. Corporate Name

U S WEST FINANCIAL SERVICES, INC.

Principal Place of Business	Mailing Address
6200 S QUEBEC ST STE 350 ENGLEWOOD CO 80111 US	6200 S. QUEBEC ST STE 350 ENGLEWOOD CO 80111 US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified: 02/17/1984
3a. Date of Last Report: 04/21/1994
4. FEI Number: 84-0931996 — 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: [X] Yes [ ] No

2. Principal Place of Business — 21, 22 Suite, Apt. #, etc., 23 City & State, 24 Zip, 25 Country
2a. Mailing Address — 26, 27 Suite, Apt. #, etc., 28 City & State, 29 Zip, 30 Country

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. 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 617.0502, 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

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD Please see attached list.	TITLE	PD [X] Change [ ] Addition
NAME	POST, RICHARD A	NAME	Post, Richard A.
STREET ADDRESS	~~7800 E. ORCHARD RD STE 300~~	STREET ADDRESS	6200 S. Quebec St., Suite 350
CITY-ST-ZIP	~~ENGLEWOOD CO~~	CITY-ST-ZIP	Englewood, CO 80111
TITLE	VP	TITLE	VP [X] Change [ ] Addition
NAME	HIRSCH, ROBERT L	NAME	Hirsch, Robert L.
STREET ADDRESS	~~7800 E ORCHARD RD STE 190~~	STREET ADDRESS	6200 S. Quebec Street, Suite 350
CITY-ST-ZIP	~~ENGLEWOOD CO~~	CITY-ST-ZIP	Englewood, CO 80111
TITLE	D	TITLE	[ ] Change [ ] Addition
NAME	OSTERHOFF, JAMES M.	NAME	
STREET ADDRESS	7800 E, ORCHARD RD STE 200	STREET ADDRESS	
CITY-ST-ZIP	ENGLEWOOD CO	CITY-ST-ZIP	
TITLE	VP	TITLE	VP [X] Change [ ] Addition
NAME	MARSICO, CHRISTOPHER J.	NAME	Marsico, Christopher, J.
STREET ADDRESS	~~1099 BROADWAY, #2000~~	STREET ADDRESS	6200 S. QUebec Street, Suite 350
CITY-ST-ZIP	~~ENGLEWOOD CO~~	CITY-ST-ZIP	Englewood, CO 80111
TITLE	T	TITLE	[ ] Change [ ] Addition
NAME	BURDICK, CHARLES	NAME	
STREET ADDRESS	7800 E. ORCHARD RS STE 290	STREET ADDRESS	
CITY-ST-ZIP	ENGLEWOOD CA	CITY-ST-ZIP	
TITLE	S	TITLE	[ ] Change [ ] Addition
NAME	JAPHA, BARBARA M	NAME	
STREET ADDRESS	7800 E. ORCAHRD RD STE 480	STREET ADDRESS	
CITY-ST-ZIP	ENGLEWOOD CO	CITY-ST-ZIP	

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 119.07(3)(n), 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: Robert L. Hirsch, VP 4/28 (303) 793-5627

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Robert L. Hirsch — DATE — DAYTIME PHONE #

0479035 FP

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U S WEST Financial Services, Inc. Officers and Directors as of 03-17-95

Officers/Address	Title	Date Elected
Richard A. Post 6200 S. Quebec St., Suite 350 Englewood, CO 80111	President	12-07-93
Robert L. Hirsch 6200 S. Quebec St., Suite 350 Englewood, CO 80111	Vice President	12-07-93
Christopher J. Marsico 6200 S. Quebec St., Suite 350 Englewood, CO 80111	Vice President	12-28-93
Gregory T. Porter 6200 S. Quebec St., Suite 350 Englewood, CO 80111	Vice President & Controller	06-02-94
Charles J. Burdick 7800 E. Orchard, Suite 290 Englewood, CO 80111	Treasurer	01-12-94
Barbara M. Japha 7800 E. Orchard, Suite 480 Englewood, CO 80111	Secretary	12-07-93
J. Roger Fox 7800 E. Orchard, Suite 290 Englewood, CO 80111	Assistant Treasurer	01-12-94
Rahn K. Porter 7800 E. Orchard, Suite 290 Englewood, CO 80111	Assistant Treasurer	01-12-94
Stephen E. Brilz 7800 E. Orchard, Suite 480 Englewood, CO 80111	Assistant Secretary	07-01-91
Glenda M. Hijar 7800 E. Orchard, Suite 480 Englewood, CO 80111	Assistant Secretary	07-01-94
John L. Shank 7800 E. Orchard, Suite 480 Englewood, CO 80111	Assistant Secretary	11-29-94
Terry K. Stephens 7800 E. Orchard, Suite 480 Englewood, CO 80111	Assistant Secretary	07-19-91

Board of Directors	Address	Date Elected
Richard A. Post	6200 S. Quebec St., Suite 350 Englewood, CO 80111	12-07-93
James M. Osterhoff	7800 E. Orchard, Suite 200 Englewood, CO 80111	01-27-92

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P00947

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