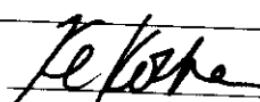


<p><b>No. C 138489</b></p> <p>Return to:          SECRETARY OF STATE          700 WEST JEFFERSON          PO BOX 83720          BOISE, ID 83720-0080</p> <p><b>NO FILING FEE IF          RECEIVED BY DUE DATE</b></p>	<p><b>Due no later than Apr 30, 2003          Annual Report Form</b></p> <p><b>1. Mailing Address - Correct in this box, if applicable</b></p> <p>HAT WORLD, INC.          8142 WOODLAND DR          INDIANAPOLIS, IN 46278</p>	<p><b>2. Registered Agent and Office NO PO BOX</b></p> <p>CT CORPORATION SYSTEM          300 N 6TH ST          BOISE, ID 83702</p> <p><b>3. New Registered Agent Signature</b></p>						
<p><b>4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.</b></p> <table> <tr> <td><u>Office held</u></td> <td><u>Name</u></td> <td><u>Street or P.O. Address</u></td> <td><u>City</u></td> <td><u>State</u></td> <td><u>Zip</u></td> </tr> </table>			<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>			
<p>See attached listing.</p>								
<p><b>5. Organized Under the Laws of:</b></p> <p>MINNESOTA          C 138489</p>	<p><b>6.</b></p> <p>Signature           Name <small>(Typed or Printed)</small> Ken Kocher</p>	<p>Date 2-10-03</p> <p>Title CFO</p>						

Issued 02/03/2003

**Do Not Tape or Staple**

**CORPORATE OFFICERS**

**Robert Dennis – CEO**  
124 Middlepond Road  
South Hampton, NY 11968

*2003 FEB 18 PM 2:55*  
**James Harris – President**  
4935 Windrider Court  
Brownsburg, IN 46112

*SECRETARY OF STATE*  
*STATE OF IDAHO*

**Ken Kocher – CFO, Secretary**  
11820 Creekstone Way  
Zionsville, IN 46077

**J. Glenn Campbell – Sr. Vice President**  
101 Valley Circle  
Brownsburg, IN 46112

**Scott Molander – Sr. Vice President**  
8450 N. Park Avenue  
Indianapolis, IN 46240

**BOARD OF DIRECTORS**

**Clyde Anderson**  
Books A Million  
402 Industrial Lane  
Birmingham, AL 35211

**Robert Dennis**  
124 Middlepond Road  
South Hampton, NY 11968

**Barron Fletcher III**  
SKM Growth Investors  
500 N. Akard #3950  
Dallas, TX 75201

**James Harris**  
4935 Windrider Court  
Brownsburg, IN 46112

**Steve Kirby**  
4201 Vista Lane  
Sioux Falls, SD 57105

**Scott Molander**  
8450 N. Park Avenue  
Indianapolis, IN 46240

**Paul Schock**  
24 Riverview Heights  
Sioux Falls, SD 57105