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Apr 25 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # 480339		(1)	
1. Corporation Name THE CARLTON GROUP, INC.			
Principal Place of Business 101 SOUTH 9TH AVE. P.O. BOX 586 WAUCHULA FL 33873		Mailing Address P.O. BOX 2147 ONICO FL 34264-2147 US	
2. Principal Place of Business 21		2a. Mailing Address 26	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
22 City & State		27 City & State	
23 Zip		28 Zip	
24 Country		29 Country	
25		30	
9. Name and Address of Current Registered Agent LANA L. CARLTON 103 S NINTH AVE. WAUCHULA FL 33873		10. Name and Address of New Registered Agent 81 Name: Laura Shearer 82 Street Address (P.O. Box Number is Not Acceptable): 5205-26th St. W. Ste B 83 84 City: Bradenton FL 85 Zip Code: 34207	
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: <i>[Signature]</i> DATE: 4/14/97			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE: P NAME: CARLTON, JOE L STREET ADDRESS: NO. FLA AVE CITY - ST - ZIP: WAUCHULA FL		1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	
TITLE: VS NAME: CARLTON, LANA STREET ADDRESS: NO. FLA AVE CITY - ST - ZIP: WAUCHULA FL		2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP	
TITLE: NAME: STREET ADDRESS: CITY - ST - ZIP: 		3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	
TITLE: NAME: STREET ADDRESS: CITY - ST - ZIP: 		4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP	
TITLE: NAME: STREET ADDRESS: CITY - ST - ZIP: 		5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	
TITLE: NAME: STREET ADDRESS: CITY - ST - ZIP: 		6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	
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: <i>[Signature]</i> DATE: 11/9/97 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: President Joe L. Carlton Date: (941) 773-4800			



CR2E034 (9/96)