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Secretary of State

03-09-1999 90040 001 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 656237
 1. Corporation Name
JUPITER-TEQUESTA TRAVEL, INC.

Principal Place of Business 144 BRIDGE ROAD TEQUESTA FL 33469	Mailing Address 144 BRIDGE ROAD TEQUESTA FL 33469
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DO NOT WRITE IN THIS SPACE

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

3. Date Incorporated or Qualified 02/19/1980	
4. FEI Number 59-2042590	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 the current year Intangible Personal Property Tax.	<input type="checkbox"/> Yes <input type="checkbox"/> No

9. Name and Address of Current Registered Agent
SULLIVAN, FRANK J., JR.
 144 BRIDGE ROAD
 TEQUESTA FL 33469

10. Name and Address of New Registered Agent

81 Name Frank J. Sullivan, JR	
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 *Frank J. Sullivan, Jr.* DATE **3-31-99**

12. OFFICERS AND DIRECTORS

TITLE	P/S	<input checked="" type="checkbox"/> DELETE
NAME	SULLIVAN, FRANK J.	
STREET ADDRESS	160 TURTLE CREEK DRIVE	
CITY-ST-ZIP	TEQUESTA, FL 33469	
TITLE	S	<input type="checkbox"/> DELETE
NAME	SULLIVAN FRANK J., JR	
STREET ADDRESS	160 TURTLE CREEK DRIVE	
CITY-ST-ZIP	TEQUESTA FL	
TITLE	V	<input type="checkbox"/> DELETE
NAME	SULLIVAN, JOHN D.	
STREET ADDRESS	160 TURTLE CREEK DRIVE	
CITY-ST-ZIP	160 TURTLE CREEK DRIVE	
TITLE	V	<input type="checkbox"/> DELETE
NAME	SULLIVAN, JOAN M.	
STREET ADDRESS	210 GOLF CLUB CIRCLE	
CITY-ST-ZIP	TEQUESTA FL	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	P/S
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	160 Turtle Creek Dr
4.4 CITY-ST-ZIP	Tequesta FL
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-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, with all other like empowered.

SIGNATURE: *Joan M. Sullivan* Vice-President 2/24/99 561-747-5105
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #
Joan m. Sullivan

CR2E034 (1/198)