

FILE NOW: FILING FEE IS \$61.25

NONPROFIT CORPORATION ANNUAL REPORT 1996		FLORIDA DEPARTMENT OF STATE Sandra B. McArthur Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 743893 (0)

1. Corporation Name
TOP OF THE MILE, INC.



Principal Place of Business 3350 E ATLANTIC BLVD SUITE 309 POMPANO BEACH FL 33062	Mailing Address 3350 E ATLANTIC BLVD SUITE 309 POMPANO BEACH FL 33062
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3. Date incorporated or Qualified 08/08/1978	3a. Date of Last Report 10/02/1995
4. FEI Number 59-1859047	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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29	Country 25	Country 30
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9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
CHAPMAN, JANE 3350 E. ATLANTIC BLVD SUITE 309 POMPANO BEACH FL 33062				81	Name		
				82	Street Address (P.O. Box Number is Not Acceptable)		
				83			
				84	City	85	Zip Code
				FL			

I, Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	1.1 TITLE	<input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	KALMAN, ANNE	1.2 NAME	STD SKAROFF, Fred
STREET ADDRESS	4013 OCEAN DRIVE #216	1.3 STREET ADDRESS	4013 Ocean Dr #104
CITY-ST-ZIP	LAUDERDALE BY SEA FL	1.4 CITY-ST-ZIP	LAUDERDALE BY SEA FL
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	V.P.D
NAME	SILVA, LUCIANNA	2.2 NAME	
STREET ADDRESS	4013 OCEAN DRIVE #307	2.3 STREET ADDRESS	
CITY-ST-ZIP	LAUDERDALE-BY-SEA FL	2.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	DAVIDSON, BECKY	3.2 NAME	
STREET ADDRESS	4013 OCEAN DRIVE #101	3.3 STREET ADDRESS	
CITY-ST-ZIP	LAUDERDALE BY-SEA FL	3.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	500001756055
STREET ADDRESS		4.3 STREET ADDRESS	-03/25/96--01048-006
CITY-ST-ZIP		4.4 CITY-ST-ZIP	***61.25
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 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)(k), 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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: [Signature] President Date: 1/26/96 Daytime Phone: 954-785-7554

CR2E037 (12/95)