

2000 UNIFORM BUSINESS REPORT (UBR)

5/4

FILED
Jun 21, 2000 8:00 am
Secretary of State

05-04-2000 90124 011 ***150.00

DOCUMENT # 838087

1. Entity Name
~~HILL & BROOKS COFFEE COMPANY, INC.~~
LEROY HILL COFFEE COMPANY, INC.



Principal Place of Business Mailing Address
 POST OFFICE DRAWER 6219 POST OFFICE DRAWER 6219
 MOBILE AL 36680 MOBILE AL 36680-0219

2. Principal Place of Business 3. Mailing Address
 Suite, Apt. #, etc. Suite, Apt. #, etc.

City & State City & State
 Zip Country Zip Country

4. FEI Number **63-0460248** Applied For Not Applicable
 5. Certificate of Status Desired \$8.75 Additional Fee Required



DO NOT WRITE IN THIS SPACE

6. Name and Address of Current Registered Agent
STEPHENS, TIM
2215 EAST AVENUE
PANAMA CITY FL 32405

7. Name and Address of New Registered Agent
 Name
 Street Address (P.O. Box Number is Not Acceptable)
 City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

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

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back)
FILE NOW!!! FEE IS \$150.00
After MAY 1, 2000 Fee will be \$550.00
Make Check Payable to Department of State
 10. Election Campaign Financing Trust Fund Contribution. \$5.00 May Be Added to Fees

11. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD HILL, LEROY 3278 HALLS MILL ROAD MOBILE AL	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	STD HILL, DEBORAH D. 3278 HALLS MILL ROAD MOBILE AL	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Delete

12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition

13. 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 report or supplemental 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 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Travis B. Goodloe, Jr. Chief Financial Officer Date: 4/12/00 Daytime Phone #: 334/476-1234

SIGNATURE: Deborah D Hill
 Deborah D. Hill, Corporate Sec/Treas

CR2E034 (9/99)

838081

~~104101~~

104101

**NOT FOR PROFIT CORPORATION
 APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION TO FILE
 AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA
 (Pursuant to s. 617.1504, F.S.)**

**SECTION I
 (1-3 MUST BE COMPLETED)**

FILED
 00 MAR 16 AM 8:13
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

1. HILL & BROOKS COFFEE COMPANY, INC.
 Name of corporation as it appears on the records of the Department of State.
2. ALABAMA 3. MARCH 25, 1977
 Incorporated under laws of... Date authorized to conduct affairs in Florida

**SECTION II
 (4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? MARCH 24, 1999
5. LERROY HILL COFFEE COMPANY, INC.
 Name of corporation after the amendment, adding suffix "corporation" or "incorporated", or appropriate abbreviation, if not contained in new name of the corporation. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.
6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.
- _____ Date
 New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.
- _____ Date
 New Jurisdiction
8. If the purpose which the corporation intends to pursue in Florida has changed indicate new purpose.
- SAME

The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation.

Travis B. Goodloe, Jr.
 Signature

1/18/00
 Date

TRAVIS B. GOODLOE, JR.
 Typed or printed name

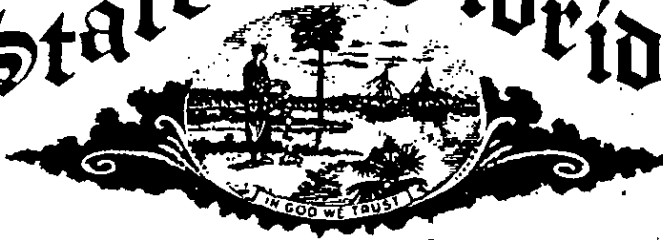
Chief Financial Officer
 Title

Deborah D. Hill
 Deborah D. Hill, Corporate Sec/Treas

838087

104101

State of Florida



Department of State

I certify the attached is a true and correct copy of the Amendment to the Application of a Foreign Corporation, filed on March 16, 2000, for HILL & BROOKS COFFEE COMPANY, INC. which changed its name to LEROY HILL COFFEE COMPANY, INC., an Alabama corporation authorized to transact business in Florida, as shown by the records of this office.

The document number of this corporation is 838087.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-first day of March, 2000



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State