FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED May 13 1998 8:00am **PROFIT** FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham Secretary of State ANNUAL REPORT Secretary of State 1998 DIVISION OF CORPORATIONS DOCUMENT # (1)G79135 SPOTTSWOOD, INC. Principal Place of Business Mailing Address C/O JOHN M. SPOTTSWOOD. JR. C/O JOHN M. SPOTTSWOOD, JR. 500 FLEMING ST. 500 FLEMING ST. DO NOT WRITE IN THIS SPACE KEY WEST FL 33040-6882 KEY WEST FL 33040-8882 3. Date Incorporated or Qualified 01/17/1984 2. Principal Place of Business 2a, Mailing Address Applied For 59-2423633 26 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State \$5.00 May Be 6. Election Campaign Financing 23 Trust Fund Contribution Added to Fees Zip Country ZiD Country B. This corporation owes or has paid the current year Intangible 24 25 Yes 30 Personal Property Tax due June 30. 29 g. Name and Address of Current Registered Agent Name and Address of New Registered Agent Name SPOTTSWOOD, JOHN M JR 500 FLEMING ST. Street Address (P.O. Box Number is Not Acceptable) KEY WEST FL 83 85 Zip Code City 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, typed or printed name of registures agent and title it approable (NOTE Registered Agent signature required when reinstating) OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. 13. TITLE DELETE 1.1 TITLE Change Addition SPOTTSWOOD, JOHN M JR. NAME 1.2 NAME 500 FLEMING ST. STREET ADDRESS 1.3 STREET ADDRESS KEY WEST FL CITY-ST-ZIP 1.4 CITY-ST-ZIP DELETE 2.1 TITLE Channe Addition TITLE SPOTTSWOOD, ROBERT A 2.2 NAME 500 FLEMING ST. STREET ADDRESS 2.3 STREET ADDRESS KEY WEST FL CITY-ST-ZIP 2. 4 CITY-ST-ZIP DELETE Change ___ Addition 3.1 TITLE TITLE SPOTTSWOOD, WILLIAM B NAME 3.2 NAME 500 FLEMING ST. STREET ADDRESS 3.3 STREET ADDRESS KEY WEST FL CITY-ST-ZIP 3.4. CITY - ST- ZIP TITLE DELETE 4.1 TITLE Change Addition NAME 4. 2 NAME STREET ADDRESS 4.3 STREET ADDRESS CITY-ST-ZIP 4.4 City - ST-ZIP DELETE Change Addition TITLE 5.1 TITLE NAME 5.2 NAME STREET ADDRESS 5 3 STREET ADDRESS

14. Thereby 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 seport 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 curtustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changel or or an attachmod with an address.

SIGNATURE:

4-27-98

99442-32

5.4 CITY - ST-ZIP

6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

6.1 TITLE

6 2 NAME

SIGNATURE:

CITY-ST-ZIP

STREET ADDRESS

CITY-ST-ZIP

TITLE

NAME

DELETE

Change

Addition