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PROFIT CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # H24291

1. Corporation Name
PEBBLE CREEK SERVICE CORPORATION



Principal Place of Business

19651 BRUCE B. DOWNS
 SUITE A 1-5
 TAMPA FL 33647
 US

Mailing Address

2929 ALLEN PKWY
 A36-01
 HOUSTON TX 77019
 US

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

10/05/1984

4. FEI Number

59-2478284

Applied For
 Not Applicable

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

24 Zip Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

5. Certificate of Status Desired

\$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

8. This corporation owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name

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

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE PD DELETE
 NAME MASK, W. LARRY
 STREET ADDRESS 2929 ALLEN PKWY
 CITY-ST-ZIP HOUSTON TX 77019

TITLE S DELETE
 NAME NEIGHBORS, PATRICIA W.
 STREET ADDRESS 2929 ALLEN PKWY
 CITY-ST-ZIP HOUSTON TX 77019

TITLE T DELETE
 NAME SOUFAN, JAMILEH B
 STREET ADDRESS 2929 ALLEN PKWY
 CITY-ST-ZIP HOUSTON TX

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE VP Change Addition
 1.2 NAME W. Larry Mask
 1.3 STREET ADDRESS 2929 Allen Parkway
 1.4 CITY-ST-ZIP Houston, Texas 77019

2.1 TITLE Change Addition
 2.2 NAME
 2.3 STREET ADDRESS
 2.4 CITY-ST-ZIP

3.1 TITLE Change Addition
 3.2 NAME
 3.3 STREET ADDRESS
 3.4 CITY-ST-ZIP

4.1 TITLE Assistant Secretary Change Addition
 4.2 NAME Susan G. Miller
 4.3 STREET ADDRESS 2929 Allen Parkway
 4.4 CITY-ST-ZIP Houston, Texas 77019

5.1 TITLE Change Addition
 5.2 NAME
 5.3 STREET ADDRESS
 5.4 CITY-ST-ZIP

6.1 TITLE Change 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: *Patricia W. Neighbors*
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/5/99
 Date

713-522-1111
 Daytime Phone #

CR2E034 (1/1/98)