

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION
ANNUAL REPORT
1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthe
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

95 MAY -1 PM 4: 17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **J43434** (6)

1. Corporation Name

~~PALM BEACH INSURANCE CENTRAL, INC.~~

CLARK, OEN, JOHNSON & FISCHER INC.

Principal Place of Business

1800 AUSTRALIAN AVE S
#202
WEST PALM BEACH FL 33409
US

Mailing Address

1800 AUSTRALIAN AVE S
#202
WEST PALM BEACH FL 33409
US

DO NOT WRITE IN THIS SPACE.

3. Date Incorporated or Qualified 11/21/1986
3a. Date of Last Report 03/11/1994

2. Principal Place of Business

2a. Mailing Address

21 Suits, Apt. #, etc.

26 Suits, Apt. #, etc.

22 City & State

27 City & State

23 Zip Country

28 Zip Country

24

25

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30

4. FEI Number 59-2854321
Applied For Not Applicable

5. Certificate of Status Desired \$8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees

7. This corporation has liability for intangible tax under C. 193.002, Florida Statutes Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

OEN, RICHARD F.
1800 AUSTRALIAN AVE S
SUITE 202
WEST PALM BEACH FL 33409

81 Name Kevin F. Richardson, Esquire
82 Street Address (P.O. Box Number is Not Acceptable) 1551 Forum Place, Suite 300-F
83
84 City West Palm Beach FL 85 Zip Code 33401

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

Kevin F. Richardson
Signature, typed or printed name of registered agent and the fee applicant.

Kevin F. Richardson

4-25-95

(NOTE: Registered Agent signature required when resigning)

DATE

12. OFFICERS AND DIRECTORS

TITLE P
NAME CLARK, WILLIAM C.
STREET ADDRESS 1800 AUSTRALIAN AVE S SUITE 202
CITY - ST - ZIP WEST PALM BEACH FL

TITLE S
NAME JOHNSON, KATHLEEN M.
STREET ADDRESS 1800 AUSTRALIAN AVE S, #202
CITY - ST - ZIP WEST PALM BEACH FL

TITLE CT
NAME OEN, RICHARD F.
STREET ADDRESS 1800 AUSTRALIAN AVE S, #202
CITY - ST - ZIP WEST PALM BEACH FL

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

TITLE
NAME
STREET ADDRESS
CITY - ST - ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1 1 TITLE P/D Change Addition
1 2 NAME
1 3 STREET ADDRESS
1 4 CITY - ST - ZIP

2 1 TITLE V/S/D Change Addition
2 2 NAME 000001531680
2 3 STREET ADDRESS -07/07/95--01018--013
2 4 CITY - ST - ZIP ***200.00 ***200.00

3 1 TITLE D Change Addition
3 2 NAME
3 3 STREET ADDRESS
3 4 CITY - ST - ZIP

4 1 TITLE V/D Change Addition
4 2 NAME FISCHER, ERIC J.
4 3 STREET ADDRESS 1800 Australian Ave S, #202
4 4 CITY - ST - ZIP West Palm Beach, FL

5 1 TITLE D Change Addition
5 2 NAME CLARK, BETTY L.
5 3 STREET ADDRESS 1800 Australian Ave S, #202
5 4 CITY - ST - ZIP West Palm Beach, FL

6 1 TITLE Change Addition
6 2 NAME
6 3 STREET ADDRESS
6 4 CITY - ST - ZIP

REMITTED BY MAY 1

CH

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 110.07(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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 of this change of name appointment with an address.

SIGNATURE:

William C. Clark

William C. Clark

4/26/95

407/640-0600

(SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR)

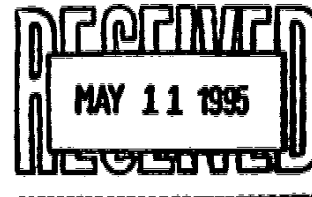
Date

Telephone #



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

J43434



May 8, 1995

PALM BEACH INSURANCE CENTRAL, INC.
1800 AUSTRALIAN AVE S
#202
WEST PALM BEACH, FL 33409US

SUBJECT: PALM BEACH INSURANCE CENTRAL, INC.
Ref. Number: J43434

Please be advised, we have received your Annual Report; however, the document **has not been filed** and is being returned for the following:

The records of the Division of Corporations do not reveal that the name of this corporation has been changed with our office as indicated on the enclosed annual report. This annual report cannot be filed under the new name until an amendment to change the name has been filed. Instructions and/or forms to change the name are enclosed for your convenience. Please return the amendment and annual report together.

NOTE: YOU HAVE 30 DAYS FROM THE DATE OF THIS LETTER TO MAKE THE CORRECTIONS AND RETURN THE DOCUMENT AND NOT HAVE TO PAY THE LATE FEE OF \$25.00.

PLEASE RETURN A COPY OF THIS LETTER WITH THE CORRECTED DOCUMENT TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA 32314.

If you have additional questions or need further assistance, please call the Annual Report Section at (904) 487-6056.

Thank you,

Antonio Mathews
ANNUAL_REPORTS Section

Letter number: 095A00022524

JUNE 2, 1995

ATTACHED ARE COPIES OF THE ARTICLES OF AMENDMENT FILED LATE APRIL/EARLY MAY AND PROBABLY HAD NOT YET BEEN PROCESSED WHEN YOU RECEIVED OUR ANNUAL REPORT. WE NOW HAVE NOTIFICATION THAT PAPERWORK HAS BEEN PROCESSED BY THE DIVISION OF CORPORATIONS. ALSO ATTACHED IS OUR ORIGINAL ANNUAL REPORT AND CHECK IN THE AMOUNT OF \$200.00 WHICH WE ARE RESUBMITTING FOR FILING. WE TRUST THAT ALL IS IN ORDER.

CORDIALLY,

ROXANNE GLIDDEN
Corporate Administration
Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

543434

ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of PALM BEACH INSURANCE CENTRAL, INC., a Florida corporation, filed in Tallahassee on November 21, 1986 be and they hereby are amended in the following particulars:

ARTICLE I- BE AND IT HEREBY IS AMENDED TO READ AS FOLLOWS:

The name of this corporation is CLARK, OEN, JOHNSON & FISCHER, INC.

2. The foregoing amendments were adopted by the shareholders and Directors of the corporation on April 10, 1995.

3. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

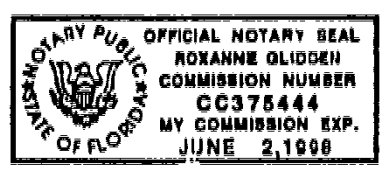
IN WITNESS WHEREOF, the undersigned president and secretary of this corporation have executed these Articles of Amendment this 10th day of April, 1995.

William C. Clark
PALM BEACH INSURANCE CENTRAL, INC.
now known as CLARK, OEN, JOHNSON & FISCHER, INC.

By: William C. Clark, President

Kathleen Johnson
Kathleen Johnson, Secretary

The foregoing Affidavit was acknowledged before me this 10th day of April, 1995, by WILLIAM C. CLARK, who has ~~produced~~ is personally known to me ~~as identification and who did/did not take an oath.~~



Roxanne Glidden
NOTARY PUBLIC
State of Florida at Large
#CC375444
My Commission Expires: 6/2/98

5431254

WRITTEN CONSENT OF THE DIRECTORS
IN LIEU OF SPECIAL MEETING OF
BOARD OF DIRECTORS
OF
PALM BEACH INSURANCE CENTRAL, INC.

The undersigned persons, being all of the Directors of the above named corporation, hereby take the following action by written consent in lieu of a special meeting of the Board of Directors:

RESOLVED AS FOLLOWS:

1. That the name of the corporation be changed to that of CLARK, OEN, JOHNSON & FISCHER, INC.

2. That the president and secretary be and they hereby are authorized and directed to execute articles of amendment of the articles of incorporation and to have said instrument filed in the office of the Secretary of State in Tallahassee, Florida.


3. That the secretary be and hereby is authorized to execute a certificate of amendment of the by-laws of this corporation evidencing the change of the corporate name as authorized hereby and to affix said certificate to the by-laws of this corporation.

4. That the president and secretary be and they hereby are authorized and directed to execute any further documents, pay the necessary fees and costs, and do any and all things that may be necessary to effectuate the foregoing resolutions.

DATED: April 10, 1995



William C. Clark, President and Director



Kathleen Johnson, Secretary and Director



Eric Fischer, Vice President and Director

J43434


CERTIFICATE OF AMENDMENT OF BY-LAWS
OF
PALM BEACH INSURANCE CENTRAL, INC.

The undersigned, as secretary of CLARK, OEN, JOHNSON & FISCHER, INC., a Florida corporation, does hereby certify that the following amendment to the by-laws of this corporation was duly adopted at a meeting of the members and directors held on April 10, 1995, at which a quorum was present and by unanimous written consent of the member and directors as authorized by the Florida not for profit corporation act on April 10, 1995.

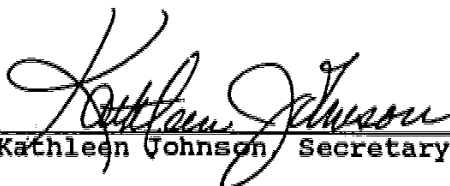
RESOLVED AS FOLLOWS:

1. The name of the corporation is changed to CLARK, OEN, JOHNSON & FISCHER, INC.

DATED: April 10, 1995



PALM BEACH INSURANCE CENTRAL, INC.
now known as CLARK, OEN, JOHNSON &
FISCHER, INC.



Kathleen Johnson, Secretary