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FILED
Apr 27 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # M63199 (7)
1. Corporation Name
FRESH AIR POPCORN INTERNATIONAL EXPRESS, INC.

Principal Place of Business
2036 N DIXIE HWY
WILTON MANORS FL 33305

Mailing Address
2036 N DIXIE HWY
WILTON MANORS FL 33305



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 1220 NE 8TH AVE Suite, Apt. #, etc. 22 City & State 23 FORT LAUDERDALE, FL 24 Zip 25 33304 Country		2a. Mailing Address 26 1220 NE 8TH AVE Suite, Apt. #, etc. 27 City & State 28 FORT LAUDERDALE, FL 29 Zip 30 33304 Country		3. Date Incorporated or Qualified 12/03/1987	
		4. FEI Number 65-0026892		Applied For Not Applicable	
		5. Certificate of Status Desired <input checked="" 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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent

WERNER, KENNETH C.
2036 N DIXIE HWY
WILTON MANORS FL 33305

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
1220 NE 8TH AVENUE
83
84 City FORT LAUDERDALE FL 85 Zip Code 33304

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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	+D
NAME	WERNER, KENNETH C.	1.2 NAME	KENNETH C. WERNER
STREET ADDRESS	2036 N DIXIE HWY	1.3 STREET ADDRESS	1220 NE 8TH AVE
CITY-ST-ZIP	WILTON MANORS FL 33305	1.4 CITY-ST-ZIP	FORT LAUDERDALE, FL 33304
TITLE		2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE		3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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.

SIGNATURE:

4/16/98 854-764-5599

CR2E034 (10/97)