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Feb 23 1998 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1998



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

DOCUMENT # N41284 (3)
1. Corporation Name
LEARN TO READ, INC.



Principal Place of Business: 1300 RIVERPLACE BLVD, 320-9, JACKSONVILLE FL 32207 US
Mailing Address: 02 RIVERSIDE AVENUE, JACKSONVILLE FL 32202

3. Date Incorporated or Qualified: 12/14/1990
4. FEI Number: 23-7153919
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing: \$5.00 May Be Added to Fees
7. Is this nonprofit corporation a homeowners association? Yes No
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No N/A

2. Principal Place of Business: 21, 22, 23, 24
2a. Mailing Address: 25, 26, 27, 28, 29, 30
1300 Riverplace Blvd., 320-9, Jacksonville, FL 32207

9. Name and Address of Current Registered Agent
PFEIL, WALT
12921 PALMETTO GLADE DR
JACKSONVILLE FL 32248

10. Name and Address of New Registered Agent
81 Name: David Foster
82 Street Address (P.O. Box Number is Not Acceptable): 3432 San Jose Blvd.
83
84 City: Jacksonville FL 85 Zip Code: 32207

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE: *David Foster*
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstalling) DATE

12. OFFICERS AND DIRECTORS	
TITLE: D	DVP FOSTER, DAVID 1301 RIVERPLACE BLVD., SUITE #1500 JACKSONVILLE FL
TITLE: D	PATTERSON, HANK 1715 RED CYPRESS DR JACKSONVILLE FL
TITLE: D	PFEIL, WALT 12921 PALMETTO GLADE DR JACKSONVILLE FL
TITLE: D	SD HAMMOND, BILL 3439 FITCH ST. JACKSONVILLE FL 32205
TITLE: D	S BREWINGTON, HORTENSE 2926 RIBAUTL SCENIC DR. JACKSONVILLE FL
TITLE: D	DVP HERNDON, RANDY CPA P.O. BOX 550507, N/A JACKSONVILLE FL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE: D	President Foster, David 1301 Riverplace Blvd., #1500 Jacksonville, FL 32207
2.1 TITLE: D	Vice-President Sheila Russo 939 Arbor Lane Jacksonville, FL 32207
3.1 TITLE: D	Past President Pfeil, Walt 12921 Palmetto Glade Dr. Jacksonville, FL 32248
4.1 TITLE: D	Secretary Center, Gene 10341 Lem Turner Rd. Jacksonville, FL 32218
5.1 TITLE: D	Treasurer Studdard, Leigh 1301 Riverplace Blvd., #1500 Jacksonville, FL 32207
6.1 TITLE: D	Same

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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *David Foster*

CR2E037 (10/97)