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May 20 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # N95000000302 (8)

1. Corporation Name
LOVING SPACE, INC.



Principal Place of Business: 1557 W. SILVER BEACH ROAD, RIVIERA BEACH FL 33404
Mailing Address: P.O. BOX 10862, RIVIERA BEACH FL 33419-0862, US

3. Date Incorporated or Qualified: 01/18/1995
3a. Date of Last Report: 04/02/1996
4. FEI Number: 65-0553323
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
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business: 21, 22, 23, 24
2a. Mailing Address: 25, 26, 27, 28, 29, 30
Suite, Apt. #, etc.
City & State
Zip Country

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

DAVIS, BETTY
1557 W. SILVER BEACH ROAD
RIVIERA BEACH FL 33404

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 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

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 NAME STREET ADDRESS CITY-ST-ZIP
PD DAVIS, BETTY 1557 W. SILVER BEACH ROAD RIVIERA BEACH FL 33404
CD BURKE, MYRTIS 618 CLEAR LAKE AVENUE WEST PALM BEACH FL 33401
SD QUIENCE, USA 1400 W 6TH STREET RIVIERA BEACH FL
TD SWEETING, LUCILLE 1549 SILVER BEACH ROAD RIVIERA BEACH FL 33404
D RICHARSON, VERNELL 1549 W. 33RD STREET RIVIERA BEACH FL 33404
D FLINT, KIMBERLY 1548 W. 33RD STREET RIVIERA BEACH FL 33404

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP
2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP
3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP
4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP
5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP
6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

14. I do 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: *Betty Davis* Davis 4/7/97 (51)8630090
Date Daytime Phone # 0041566

CR2E037 (9/96)