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FILED
Jul 28 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT
AMENDED 1997

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



DOCUMENT # P92000002756 (4)
1. Corporation Name
FLORIDA FALLS, INC.



Principal Place of Business Mailing Address
10453 TILLERY RD 10453 TILLERY RD
SPRING HILL FL 34608 SPRING HILL FL 34608-3773

Amended

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	3a. Date of Last Report
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		10/28/1992	05/01/1996
22 City & State		27 City & State		4. FEI Number	Applied For
23 Zip		28 Zip		59-3148707	Not Applicable
24 Country		29 Country		5. Certificate of Status Desired	\$8.75 Additional Fee Required
25		28		<input type="checkbox"/>	<input type="checkbox"/>
26		29		6. Election Campaign Financing	\$5.00 May Be Added to Fees
27		30		Trust Fund Contribution	<input type="checkbox"/>
28		30		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
29		30			

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
RUTHENBERG, DOUGLAS A 10453 TILLERY RD SPRING HILL FL 34608				B1 Name			
				B2 Street Address (P.O. Box Number is Not Acceptable)			
				B3			
				B4 City			
				FL B5 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 _____ DATE _____
Signature typed or printed name of registered agent and title, if applicable (NOTE: Registered Agent signature required when resigning)

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS II: 12			
TITLE	DPST	<input type="checkbox"/> DELETE		1.1 TITLE	D/P	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	RUTHENBERG, DOUGLAS A			1.2 NAME	RUTHENBERG, DOUGLAS A.		
STREET ADDRESS	10453 TILLERY RD			1.3 STREET ADDRESS	10453 TILLERY ROAD		
CITY - ST - ZIP	SPRING HILL FL			1.4 CITY - ST - ZIP	SPRING HILL, FL 34608		
TITLE	1ST VP	<input checked="" type="checkbox"/> DELETE		2.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	FITZPATRICK, MICHAEL G.			2.2 NAME			
STREET ADDRESS	10453 TILLERY ROAD			2.3 STREET ADDRESS			
CITY - ST - ZIP	SPRING HILL, FL 34608			2.4 CITY - ST - ZIP			
TITLE	2ND VP	<input type="checkbox"/> DELETE		3.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	TINCH, DENISE			3.2 NAME			
STREET ADDRESS	10453 TILLERY ROAD			3.3 STREET ADDRESS			
CITY - ST - ZIP	SPRING HILL, FL 34608			3.4 CITY - ST - ZIP			
TITLE		<input type="checkbox"/> DELETE		4.1 TITLE	1ST VP	<input type="checkbox"/> Change	<input checked="" type="checkbox"/> Addition
NAME				4.2 NAME	DIXON, BEN		
STREET ADDRESS				4.3 STREET ADDRESS	10453 TILLERY ROAD		
CITY - ST - ZIP				4.4 CITY - ST - ZIP	SPRING HILL, FL 34608		
TITLE		<input type="checkbox"/> DELETE		5.1 TITLE	S/T	<input type="checkbox"/> Change	<input checked="" type="checkbox"/> Addition
NAME				5.2 NAME	RUTHENBERG, PATRICIA F.		
STREET ADDRESS				5.3 STREET ADDRESS	10453 TILLERY ROAD		
CITY - ST - ZIP				5.4 CITY - ST - ZIP	SPRING HILL, FL 34608		
TITLE		<input type="checkbox"/> DELETE		6.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				6.2 NAME			
STREET ADDRESS				6.3 STREET ADDRESS			
CITY - ST - ZIP				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)(b), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual reports 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 trustee or trustee empowered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 12 or 13 or 14 if changed, or by attachment with an address.

SIGNATURE: *Douglas A. Ruthenberg* DOUGLAS A. RUTHENBERG x 7/22/97 (352) 686-8448

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