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Feb 11 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # P95000050993 (1)

1. Corporation Name
ASHLEY & ASHLEY, INC.



Principal Place of Business: 8191 N.W. 27TH AVENUE MIAMI FL 33147
Mailing Address: 8191 N.W. 27TH AVENUE MIAMI FL 33147-4801

3. Date Incorporated or Qualified: 06/29/1995
3a. Date of Last Report: 05/01/1996

2. Principal Place of Business (21-24) and 2a. Mailing Address (26-30) fields with sub-headers for Suite, City & State, Zip, and Country.

4. FEI Number: 65-0590992
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

9. Name and Address of Current Registered Agent
HERNANDEZ, AMY
4000 WEST 11 LANE
HIALEAH FL 33012

10. Name and Address of New Registered Agent (81-85)
81 Name
82 Street Address (P. O. Box Number is Not Acceptable)
83
84 City
85 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: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS
 TITLE [] DELETE
 NAME: P SILVA, ZORAIDA
 STREET ADDRESS: 20 N.W. 203 TERRACE
 CITY-ST-ZIP: MIAMI FL 33169
 TITLE [] DELETE
 NAME: VP SANTOS, MARGARITA
 STREET ADDRESS: 365 N.W. 190 STREET
 CITY-ST-ZIP: MIAMI FL 33169
 TITLE [] DELETE
 NAME: P SILVA, ZORAIDA
 STREET ADDRESS: 301 N.W. 182 TERR
 CITY-ST-ZIP: MIAMI FL 33169
 TITLE [] DELETE
 NAME:
 STREET ADDRESS:
 CITY-ST-ZIP:
 TITLE [] DELETE
 NAME:
 STREET ADDRESS:
 CITY-ST-ZIP:
 TITLE [] DELETE
 NAME:
 STREET ADDRESS:
 CITY-ST-ZIP:

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
 1.1 TITLE [] Change [] Addition
 1.2 NAME: P Silva, Zoraida
 1.3 STREET ADDRESS: 301 N.W. 182 Terrace
 1.4 CITY-ST-ZIP: Miami FL 33169
 2.1 TITLE [] Change [] Addition
 2.2 NAME:
 2.3 STREET ADDRESS:
 2.4 CITY-ST-ZIP:
 3.1 TITLE [] Change [] Addition
 3.2 NAME:
 3.3 STREET ADDRESS:
 3.4 CITY-ST-ZIP:
 4.1 TITLE [] Change [] Addition
 4.2 NAME:
 4.3 STREET ADDRESS:
 4.4 CITY-ST-ZIP:
 5.1 TITLE [] Change [] Addition
 5.2 NAME:
 5.3 STREET ADDRESS:
 5.4 CITY-ST-ZIP:
 6.1 TITLE [] Change [] Addition
 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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Zoraida Silva

2/4/96

CF2E034 (9/96)