


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Feb 22, 1999 8:00 am
Secretary of State

02-22-1999 90012 037 ***150.00

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P96000021890

1. Corporation Name
PHOENIX AUTO SALES, INC.



Principal Place of Business 333 N.W. 79 STREET MIAMI FL 33150	Mailing Address 333 N.W. 79 STREET MIAMI FL 33150
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DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 03/11/1996	4. FEI Number 65-0648491	Applied For <input type="checkbox"/> Yes <input checked="" type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input 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 the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

2. Principal Place of Business 21 333 NW 79 ST	2a. Mailing Address 26 333 NW 79 ST
Suite, Apt. #, etc. 22	Suite, Apt. #, etc. 27
City & State 23 MIAMI FL	City & State 28 MIAMI FL
Zip 24 33150	Country 25 DADE
	Country 29 33150
	Country 30 DADE

9. Name and Address of Current Registered Agent

KAPLIN, DANIEL
28 WEST FLAGLER STREET
12TH FLOOR
MIAMI FL 33130

10. Name and Address of New Registered Agent

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 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 reinstating)

12. OFFICERS AND DIRECTORS

TITLE	P	<input type="checkbox"/> DELETE
NAME	NORRIS, LORI C	
STREET ADDRESS	20594 N.E. 6 CT.	
CITY-ST-ZIP	MIAMI FL 33179	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	VICE PRESIDENT TREASURER	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	LORI NORRIS	
1.3 STREET ADDRESS	20594 NE 6 CT	
1.4 CITY-ST-ZIP	MIAMI FL 33179	
2.1 TITLE	PRESIDENT - SECRETARY	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	ROBERT C NORRIS	
2.3 STREET ADDRESS	20594 N.E. 6 CT.	
2.4 CITY-ST-ZIP	MIAMI FL 33179	
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
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, with all other like empowered.

SIGNATURE: *Robert C Norris* DATE: 1-04-98 305
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date

CR2E034 (11/98)

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**WRITTEN CONSENT
OF
THE SOLE DIRECTOR
AND
THE SOLE SHAREHOLDER
OF
PHOENIX AUTO SALES, INC.**

The undersigned, being the sole director and the sole shareholder of PHOENIX AUTO SALES, INC., a Florida corporation (the "Company"), pursuant to the provisions of the laws of the State of Florida, do hereby consent that when the undersigned have executed this consent, the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as if adopted at a formal meeting of the Company's Board of Directors and Shareholders, duly called and held for the purpose of acting upon proposals to adopt such resolutions.

Election of Officers

WHEREAS, the undersigned desire to elect officers of the Company;

NOW, THEREFORE, BE IT RESOLVED, that the following persons are hereby elected to serve in the capacities set forth opposite their respective names below, each of such persons elected to hold such office until the next annual meeting of the Board of Directors, or until his or her successor has been duly elected and qualified:

Bob Norris - President and Secretary
Lori Norris - Vice President and Treasurer

Election of Directors

WHEREAS, the undersigned desire to elect directors of the Company;

NOW THEREFORE, BE IT RESOLVED, that the following persons are hereby elected to serve as Directors of the Company, each of such persons to hold such office until the next annual meeting of the Shareholders, or until his or her successor has been duly elected and qualified:

Bob Norris
Lori Norris

General Ratification and Authorization

FURTHER RESOLVED, that in addition to and without limiting the foregoing, the proper officers of the Company be, and each of them hereby is, authorized to take, or cause to be taken, such further action, and to execute and deliver, or cause to be delivered, for and in the name and on behalf of the Company, all such instruments and documents as he or she may deem appropriate in order to effect the purpose of intent of the foregoing resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be) and all action heretofore taken by the officers and agents of the Company in connection with the subject of the foregoing recitals and resolutions be, and it hereby is, approved, ratified and confirmed in all respects as the act and deed of the Company.

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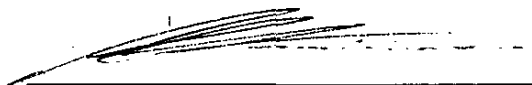
The undersigned have duly executed this unanimous consen
1998.

Sole Director.



Lori Norris

Sole Shareholder:



Lori Norris