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Jan 23 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 # P96000027827 (0)

1. Corporation Name
GRADE I HORSE TRANSPORTATION, INC.



Principal Place of Business: 185 NW SPANISH RIVER BLVD SUITE 110 BOCA RATON FL 33431-4230
Mailing Address: 185 NW SPANISH RIVER BLVD SUITE 110 BOCA RATON FL 33431-4228

3. Date Incorporated or Qualified: 03/28/1996
3a. Date of Last Report
4. FEI Number: 65-0653905
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 Suite, Apt #, etc; 23 City & State; 24 Zip; 25 Country
2a. Mailing Address: 26 Suite, Apt #, etc; 27 City & State; 28 Zip; 29 Country; 30 Country

9. Name and Address of Current Registered Agent
VOZZO, H L
185 NW SPANISH RIVER BLVD SUITE 110
BOCA RATON FL 33431-4230

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code: FL

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: 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: D, NAME: BLASLAND, WARREN V JR, STREET ADDRESS: 185 NW SPANISH RIVER BLVD SUITE 110, CITY-ST-ZIP: BOCA RATON FL 33431-4230
TITLE: D, NAME: MARGOTTA, ANTHONY JR, STREET ADDRESS: 10 LANCASTER DR, CITY-ST-ZIP: MARLTON NJ 08053

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE: D, 1.2 NAME: BLASLAND, Brian J., 1.3 STREET ADDRESS: 185 NW Spanish River Blvd, 1.4 CITY-ST-ZIP: Boca Raton, FL 33431-4230

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: [Signature] Brian Blasland 1/15/97 561 750 7334
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)