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May 08 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 # P96000057097 (3)

1. Corporation Name
PHOENIX MANAGEMENT SERVICES, INC.



Principal Place of Business: 8000 PETERS ROAD - 2ND FLOOR PLANTATION FL 33324
Mailing Address: 8000 PETERS ROAD - 2ND FLOOR PLANTATION FL 33324-4030

3. Date Incorporated or Qualified: 07/01/1996
3a. Date of Last Report

2. Principal Place of Business
21 541 S. ST RD Seven
22 Suite, Apt #, etc. Suite 12
23 City & State Margate, FL
24 Zip 33068
25 Country Broward
26 541 S. ST. RD. Seven
27 Suite, Apt #, etc. Suite 12
28 City & State Margate, FL
29 Zip 33068
30 Country Broward

4. FEI Number: 65-0677051
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

9. Name and Address of Current Registered Agent
WEINBERG, STEVEN A
8000 PETERS ROAD - 2ND FLOOR
PLANTATION FL 33324

10. Name and Address of New Registered Agent
81 Name: Sheldon Goldberg, c/o Phoenix Management
82 Street Address (P.O. Box Number is Not Acceptable): 541 S. State Rd., Suite 12
83
84 City: Margate FL 85 Zip Code: 33068

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: *Sheldon Goldberg* (Registered Agent Signature) *Sheldon Goldberg* (Signature) 4/30/97 DATE

12. OFFICERS AND DIRECTORS

TITLE	P/VP/S/T/D	<input type="checkbox"/> DELETE
NAME	Goldberg, Sheldon	
STREET ADDRESS	1995 N. 55 Ave	
CITY - ST - ZIP	Hollywood, FL 33021	
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	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
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 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, unchanged, or on an attachment with an address.

SIGNATURE: *Sheldon Goldberg* (Signature) *Sheldon Goldberg - Pres.* (Signature) 4/30/97 (954) 977-3777 DATE

CR2E034 (9/96)