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FILED
Jun 17 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Brenda B. Matham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P96000067064

1. Corporation Name
~~REAL INVESTMENTS LTD~~
DONNA FRALEIGH P.A. NC 12/1/96

Principal Place of Business: 18941 GULF BOULEVARD #E INDIAN SHORES FL 33785-2467

2. Principal Place of Business

21. 1 BEACH DR
22. #1607
23. ST PETERSBURG FL
24. 33701 25. FLORIDA

2a. Mailing Address

26. 18941 GULF BOULEVARD #E
27. INDIAN SHORES FL 33785-2467

3. Date Incorporated or Qualified: AUG 15 1996

3a. Date of Last Report

4. FEI Number: 593392165

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

HASTINGS, DAVID C
18941 GULF BOULEVARD #E
INDIAN SHORES FL 33785

81. Name

82. Street Address (P.O. Box Number is Not Acceptable)

83.

84. City

85. Zip Code: FL 33785

10. Name and Address of New Registered Agent

11. Pursuant to the provisions of Sections 607.0502 and 607.1500, 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: Donna Fraleigh (NOTE: Registered Agent signature required when reissuing) DATE:

12. OFFICERS AND DIRECTORS

1.1 TITLE: PRESIDENT DELETE

1.2 NAME: DONNA C FRALEIGH

1.3 STREET ADDRESS: ONE BEACH DRIVE SUITE 1607

1.4 CITY-ST-ZIP: ST PETERSBURG FL 33701

2.1 TITLE: VICE PRESIDENT DELETE

2.2 NAME: WILLIAM T. FRALEIGH

2.3 STREET ADDRESS: ONE BEACH DRIVE SUITE 1607

2.4 CITY-ST-ZIP: ST PETERSBURG FL 33701

3.1 TITLE: DELETE

3.2 NAME:

3.3 STREET ADDRESS:

3.4 CITY-ST-ZIP:

4.1 TITLE: DELETE

4.2 NAME:

4.3 STREET ADDRESS:

4.4 CITY-ST-ZIP:

5.1 TITLE: DELETE

5.2 NAME:

5.3 STREET ADDRESS:

5.4 CITY-ST-ZIP:

6.1 TITLE: DELETE

6.2 NAME:

6.3 STREET ADDRESS:

6.4 CITY-ST-ZIP:

13. ADDITIONAL CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE: Addit

1.2 NAME:

1.3 STREET ADDRESS:

1.4 CITY-ST-ZIP:

2.1 TITLE: Change Addit

2.2 NAME:

2.3 STREET ADDRESS:

2.4 CITY-ST-ZIP:

3.1 TITLE: Change Addit

3.2 NAME:

3.3 STREET ADDRESS:

3.4 CITY-ST-ZIP:

4.1 TITLE: Change Addit

4.2 NAME:

4.3 STREET ADDRESS:

4.4 CITY-ST-ZIP:

5.1 TITLE: Change Addit

5.2 NAME:

5.3 STREET ADDRESS:

5.4 CITY-ST-ZIP:

6.1 TITLE: Change Addit

6.2 NAME:

6.3 STREET ADDRESS:

6.4 CITY-ST-ZIP:

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***165.00

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. 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.