

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
 AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

Amv

FILED
 Aug 11 1998 8:00am
 Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



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

DOCUMENT # ~~XXXXXXXXXXXX~~
 1. Corporation Name
 Real Estate Acquisitions + Investments
 PA7000020470

Principal Place of Business Mailing Address
 6465 Calle Del Paz
 Boca Raton, FL 33433

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 2a. Mailing Address
 21 Same as above 26 Same as above
 Suite, Apt #, etc Suite, Apt #, etc
 22 City & State 27 City & State
 23 Zip Country 28 Zip Country
 24 25 29 30

3. Date Incorporated or Qualified
 MARCH 6, 1994

4. FEI Number
 65-0999708 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 owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No

9. Name and Address of Current Registered Agent
 RICHARD CUPELLI
 6965 CALLE DEL PAZ
 BOCA RATON FL. 33433

10. Name and Address of New Registered Agent
 81 Name JOSEPH F. CUPELLI
 82 Street Address (P.O. Box Number is Not Acceptable) 6965 CALLE DEL PAZ
 83 BOCA RATON
 84 City FL 85 Zip Code 33433

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: *Richard Cupelli* DATE: 7-31-98

12. OFFICERS AND DIRECTORS

TITLE	President / Director	<input checked="" type="checkbox"/> DELETE
NAME	Richard Cupelli	
STREET ADDRESS	6965 Calle Del Paz	
CITY-ST-ZIP	Boca Raton, FL 33433	
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		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	P/V/S/I/T/D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	Joe Cupelli	
13 STREET ADDRESS	6965 Calle Del Paz	
14 CITY-ST-ZIP	Boca Raton, FL 33433	
21 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME		
23 STREET ADDRESS		
24 CITY-ST-ZIP		
31 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE	300002613429	<input type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME	-08/12/98-01006-024	
63 STREET ADDRESS	***70.00	
64 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.

SIGNATURE: *Richard Cupelli*

CR2E034 (5/98)

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Real Estate Acquisitions & Investments, Inc.



6965 Calle Del Paz
Boca Raton, Florida 33433
(407) 447-4344
Fax: (407) 447-4345

July 31, 1998

Division of Corporations
PO BOX 6327
Tallahassee, FL 32314

To whom it may concern:

This letter is to confirm that the attached form 201.COR is to remove Richard Cupelli from the corporation in all capacities. The sole Director and P/T/S/V is to be Joseph Cupelli.

Sincerely,

Joe Cupelli

JC