

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

FILED
Apr 21 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 # P97000044356 (8)
 1. Corporation Name
OTHERLAND INC.

Principal Place of Business 2731 NE 14TH ST CSWY SUITE #605 POMPANO BEACH FL 33062-3552	Mailing Address 2731 NE 14TH ST CSWY SUITE #605 POMPANO BEACH FL 33062-3552
---	---



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 05/16/1997	
21 Suite, Apt #, etc.	22 City & State	23 Zip	24 Country	25	26
21		26		4. FEI Number 65-0760384	
22		27		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23		28		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24		29		30	
25		30		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
DAVIS, WILLIAM P III 2731 NE 14TH ST CSWY SUITE #605 POMPANO BEACH FL 33062-3552				81	Name		
				82	Street Address (P.O. Box Number is Not Acceptable)		
				83			
				84	City	FL	85

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: *William P. Davis III* DATE: **4/14/98**

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	Treasurer <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	William P. Davis III	1.2 NAME	
STREET ADDRESS	2731 NE 14TH ST. CSWY	1.3 STREET ADDRESS	
CITY - ST - ZIP	Pompano Beach, Fl. 33062	1.4 CITY - ST - ZIP	
TITLE	V-President <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Christine A. Davis	2.2 NAME	
STREET ADDRESS	2731 NE 14TH ST. CSWY	2.3 STREET ADDRESS	
CITY - ST - ZIP	Pompano Beach, Fl. 33062	2.4 CITY - ST - ZIP	
TITLE	Secretary <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	John B. Arnaut	3.2 NAME	
STREET ADDRESS	22270 Festival Way	3.3 STREET ADDRESS	
CITY - ST - ZIP	Boca Raton, Fl. 33428	3.4 CITY - ST - ZIP	
TITLE	President <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	Maryann Arnaut	4.2 NAME	
STREET ADDRESS	22270 Festival Way	4.3 STREET ADDRESS	
CITY - ST - ZIP	Boca Raton, Fl. 33428	4.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY - ST - ZIP		5.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY - ST - ZIP		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.

SIGNATURE: *William P. Davis III* DATE: **4/14/98** 954-788-0007

CR2E034 (10/97)