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

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 99B0004902

1. Corporation Name
BIG CATS, INC.
523 RALPH ST.
ORANGE PARK, FL. 32073

Principal Place of Business
MAILING ADDRESS
523 RALPH ST.
ORANGE PARK, FL. 32073

2. Principal Place of Business
2a. Mailing Address
Suite, Apt.#, etc.
523 RALPH ST.
Suite, Apt.#, etc.

26. City & State
City & State

29. Zip
32073

31. Country

9. Name and Address of Current Registered Agent
MARGARET A. FERGUSON
523 RALPH ST.
ORANGE PARK, FL. 32073

3. Date Incorporated or Qualified
5/10/99

4. FEE Number
59-3612864

5. Certificate of Status Desired
No

6. Election Campaign Financing

7. This corporation owes the current year Intangible

8. Personal Property Tax
Yes

11. Pursuant to the provisions of Sections 607.0202 and 607.1506, 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 607.0206, Florida Statutes.

SIGNATURE: MARGARET A. FERGUSON
July 23, 1999

12. OFFICERS AND DIRECTORS

<table>
<thead>
<tr>
<th>TITLE</th>
<th>NAME</th>
<th>STREET ADDRESS</th>
<th>CITY-STATE-ZIP</th>
</tr>
</thead>
<tbody>
<tr>
<td>DPT</td>
<td>REED, KATHY F.</td>
<td>DENMARK DR.</td>
<td>ORANGE PARK, FL. 32073</td>
</tr>
<tr>
<td>DVS</td>
<td>FERGUSON, MARGARET A</td>
<td>523 RALPH ST.</td>
<td>ORANGE PARK, FL. 32073</td>
</tr>
</tbody>
</table>

15. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

<table>
<thead>
<tr>
<th>TITLE</th>
<th>NAME</th>
<th>STREET ADDRESS</th>
<th>CITY-STATE-ZIP</th>
</tr>
</thead>
<tbody>
<tr>
<td>DVS</td>
<td>HERNANDEZ, MEREDITH A</td>
<td>P.O. BOX 24668</td>
<td>JACKSONVILLE, FL. 32241 4668</td>
</tr>
</tbody>
</table>

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(j), 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, with all other like empowered.

SIGNATURE: MARGARET A. FERGUSON
7-8-99
(904) 378-7660