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Secretary of State

04-25-1999 90007 013 ***317.50

PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # P98000042979

1. Corporation Name
FARMERS MANUFACTURING ACQUISITION COMPANY, INC.



Principal Place of Business: 360 SOUTH WYMORE ROAD, ALTAMONTE SPRINGS FL 32714
 Mailing Address: 360 SOUTH WYMORE ROAD, ALTAMONTE SPRINGS FL 32714

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 05/12/1998	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 65-0834569	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input checked="" type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525				81	Name Patricia McKeever		
				82	Street Address (P.O. Box Number is Not Acceptable) 360 S. Wymore Rd.		
				83			
				84	City Altamonte Springs FL	85	Zip Code 32714

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: *Patricia McKeever* DATE: 3/26/99

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	VD	<input type="checkbox"/> DELETE		1.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	REESER, DENNIS			1.2 NAME			
STREET ADDRESS	360 SOUTH WYMORE ROAD			1.3 STREET ADDRESS			
CITY-ST-ZIP	ALTAMONTE SPRINGS FL 32714			1.4 CITY-ST-ZIP			
TITLE	VD	<input checked="" type="checkbox"/> DELETE		2.1 TITLE	VD	<input type="checkbox"/> Change	<input checked="" type="checkbox"/> Addition
NAME	HAYNE, WILLARD			2.2 NAME	Reeser, Dick M.		
STREET ADDRESS	360 SOUTH WYMORE ROAD			2.3 STREET ADDRESS	2700 N.E. CENTER AVE.		
CITY-ST-ZIP	ALTAMONTE SPRINGS FL 32714			2.4 CITY-ST-ZIP	FT. LAUD. FL. 33308		
TITLE	ST	<input type="checkbox"/> DELETE		3.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	MCKEEVER, PATRICIA			3.2 NAME			
STREET ADDRESS	360 SOUTH WYMORE ROAD			3.3 STREET ADDRESS			
CITY-ST-ZIP	ALTAMONTE SPRINGS FL 32714			3.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		4.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				4.2 NAME			
STREET ADDRESS				4.3 STREET ADDRESS			
CITY-ST-ZIP				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; that 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 agreement with an address, with all other like empowered.

SIGNATURE: *Dennis J. Reeser* DATE: 3/26/99 407-774-1336
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Daytime Phone #

CR2E034 (11/98)

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CONSENT IN LIEU OF MEETING OF
THE BOARD OF DIRECTORS OF
FARMERS MANUFACTURING ACQUISITION COMPANY, INC.

P98000042979
408452-9007-26

The undersigned, constituting all the directors of the corporation,
Waiving all requirements of notice, hereby adopt the following resolutions:

ELECTION OF OFFICERS

RESOLVED, that the following persons are elected to the corporate
Offices indicated opposite their names below to serve for the term
Provided in the bylaws or until his or her earlier death, resignation, or
Removal from office:

Dick M. Reeser	President
Dennis I. Reeser	Vice President
Patricia McKeever	Secretary/Treasurer

IN WITNESS WHEREOF, the undersigned directors and secretary of
FARMERS MANUFACTURING ACQUISITION COMPANY, INC. have signed this
Recording the matters resolved this 3rd day of MARCH, 1999.


Dennis I. Reeser, Director


Dick M. Reeser, Director


Patricia McKeever, Secretary

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408452-90007-26
CONSENT IN LIEU OF MEETING OF
THE BOARD OF DIRECTORS OF
FARMERS MANUFACTURING ACQUISITION COMPANY, INC.

The undersigned, constituting all the directors of the corporation,
Waiving all requirements of notice, hereby adopt the following resolutions:

ELECTION OF OFFICERS

RESOLVED, that the following persons are elected to the corporate
Offices indicated opposite their names below to serve for the term
Provided in the bylaws or until his or her earlier death, resignation, or
Removal from office:


Dennis I. Reeser	President
Dick M. Reeser	Vice President
Patricia McKeever	Secretary/Treasurer


RESOLVED, that Willard W. Hayne has transferred all of his shares of Common Stock
in the corporation to Dick M. Reeser and Margaret Reeser. This consent shall constitute
an endorsement separate from the stock certificate sufficient to transfer title to the stock
to Dick M. Reeser and Margaret Reeser.

RESOLVED, that Willard W. Hayne has resigned as a Director of the Corporation, and
that Dick M. Reeser has been appointed a Director of the Corporation, in his place.

IN WITNESS WHEREOF, the undersigned directors and secretary of
FARMERS MANUFACTURING ACQUISITION COMPANY, INC. have signed this
Recording the matters resolved this 10th day of July, 1998.


Dennis I. Reeser, Director

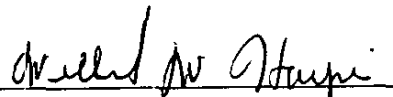

Dick M. Reeser, Director


Patricia McKeever, Secretary

RESIGNATION P98000042979
408452-90007-26

The undersigned hereby resigns as Vice-President and Director of Farmers
Manufacturing Acquisition Company, Inc., a Florida Corporation, effective
immediately upon the date hereof.

DATED: 7-10-98


Willard W. Hayne