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Mar 11 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # S58231 (9)  
1. Corporation Name  
EARTHSCAPE MANAGEMENT SERVICES, INC.



Principal Place of Business: 135 EVERNIA STREET, UNIT 47, JUPITER FL 33458, US  
Mailing Address: 1001 NORTH FEDERAL HIGHWAY, SUITE #205, JUPITER FL 33477

3. Date Incorporated or Qualified: 06/06/1991  
3a. Date of Last Report: 04/25/1996

2. Principal Place of Business: 21  
2a. Mailing Address: 26 675 W. Indiantown Rd  
Suite, Apt. #, etc. #8  
27 Suite 201  
City & State: 28 Jupiter, FL  
Zip: 29 33458  
Country: 30 USA

4. FEI Number: 65-0268266  
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 has liability for intangible tax under s. 199.032, Florida Statutes: Yes [X] No

9. Name and Address of Current Registered Agent: GENTILE, GEORGE G, 1001 NORTH FEDERAL HIGHWAY, SUITE 205, JUPITER FL 33477

10. Name and Address of New Registered Agent: 81 Name, 82 Street Address (P.O. Box Number is Not Acceptable): 675 W. Indiantown Rd, 83 Suite 201, 84 City: Jupiter, FL 33458, 85 Zip Code

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: M. Troy J. V.P. U.P. DATE: 3/7/97

12. OFFICERS AND DIRECTORS

TITLE	VTS	<input type="checkbox"/> DELETE
NAME	HOLLOWAY, M. TROY	
STREET ADDRESS	1001 NORTH US HIGHWAY 1, SUITE 205	
CITY - ST - ZIP	JUPITER FL	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	GENTILE, GEORGE G.	
STREET ADDRESS	1001 N US HWY #205	
CITY - ST - ZIP	JUPITER FL	
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

1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	675 W. Indiantown Rd., Suite 201
1.4 CITY - ST - ZIP	Jupiter, FL
2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	675 W. Indiantown Rd., Suite 201
2.4 CITY - ST - ZIP	Jupiter FL
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY - ST - ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY - ST - ZIP	

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; 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: M. Troy J. V.P. U.P. DATE: 3/7/97 561743-5555

CR2E034 (9/96)