2005 FOR PROFIT CORPORATION **ANNUAL REPORT**

SIGNATURE:

Mar 03, 2005 8:00 am Secretary of State 03-03-2005 90180 039 ***158.75 **DOCUMENT # V70088** 1. Entity Name S. BEARS, INC ._. Principal Place of Business Mailing Address 50022262 1281 GULF OF MEXICO DR. 3655 NORTHOME RD WAYZATA, MN 55391 LONGBOAT KEY, FL 34228 02212005 No Chg-P CR2E034 (10/03) DO NOT WRITE IN THIS SPACE 4. FEI Number Applied For 65-0353965 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent MACKSEY, TIMOTHY P DO NOT WRITE 2521 WATERVIEW CT. SARASOTA, FL 34231 IN THIS SPACE The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. oblig SIGNATURE. DATE **\$5.00** May Be 9. Election Campaign Financing FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 Trust Fund Contribution. Added to Fees which have bettern OFFICERS AND DIRECTORS OFFICERS AND DIRECTORS OF THE COMPANY OF TH 30 117 42 TITLE ____ MOORE, THOMAS A 166 CHERRY HILL STREET ADDRESS CITY-ST-ZIP PRINCETON, NJ 08540 THOMPSON, JAMES W NAME 7434 JAGER COURT STREET ADDRESS CITY-ST-ZIP CINCINNATI, OH 45230 S/T TITLE LILLY, JOHN N NAME 3655 NORTHOME RD STREET ADDRESS DO NOT WRITE CITY-ST-ZIP WAYZATA, MN 55391 IN THIS SPACE NAME STREET ADDRESS CITY-ST-ZIP TITLE STREET ADDRESS CITY-ST-ZIP TITLE _ ___ NAME LY Sid STREET ADDRESS A Contract MAJAKE PLOY JER CITY-ST-ZIP 12. Thereby certify that the information supplied with this filling does not qualify for the exemption stated in Section 119.07(3)(i). Florida Statutes. I further certify that the information indicated on this report or suppligmental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

FILED