

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

FILED
May 08 1997 8:00am
Secretary of State

DOCUMENT # P96000003054 (9)

1. Corporation Name
TURNING LEAVES, INC.

Principal Place of Business
POST OFFICE BOX 770206
ORLANDO FL 32877-0206

Mailing Address
POST OFFICE BOX 770206
ORLANDO FL 32877-0206

3. Date Incorporated or Qualified 01/10/1996	3a. Date of Last Report N/A
4. FEI Number 59 335 0716	Applied for Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

9. Name and Address of Current Registered Agent
LOUTSENHIZER, TROY K
17719 TEMPLE STREET
MONTVERDE FL 34756

10. Name and Address of New Registered Agent
81 Name Loutsenhizer Troy
82 Street Address (P.O. Box Number is Not Acceptable) 3627 Ocita Dr
83
84 City ORLANDO
85 Zip Code FL 32837

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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	1.1 TITLE	D
NAME	LOUTSENHIZER, TROY K	1.2 NAME	LOUTSENHIZER, TROY K
STREET ADDRESS	4515 OAKCREEK STREET, #109	1.3 STREET ADDRESS	3627 Ocita Dr
CITY-ST-ZIP	ORLANDO FL 32835	1.4 CITY-ST-ZIP	ORLANDO FL 32837
TITLE	D	2.1 TITLE	D
NAME	JOHNSTON, SANDRA R	2.2 NAME	JOHNSTON, SANDRA R
STREET ADDRESS	17719 TEMPLE STREET	2.3 STREET ADDRESS	3433 SUNSET LAKE Blvd
CITY-ST-ZIP	MONTVERDE FL 34756	2.4 CITY-ST-ZIP	GROVELAND FL 34736
TITLE	D	3.1 TITLE	
NAME	ZMORENSKI, DEBORAH	3.2 NAME	
STREET ADDRESS	2003 KINDER COURT	3.3 STREET ADDRESS	
CITY-ST-ZIP	ORLANDO FL 32837	3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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 _____

CR2E034 (9/96)

Turning Leaves, Inc.
Unique Hospitality Linens
Annual Report
Year Ended 12/31/96

Turning Leaves Inc. Was incorporated for it's first year of business on January 10, 1996. Incorporation was in Orange County, in the state of Florida.

The mailing address of Turning Leaves, Inc. will remain the same as the first year of operation: Post Office Box 770206, Orlando, FL 32877.

The Employment Identification number is 59 335 0716.

Turning Leaves, Inc. assists in design and manufacturing of hospitality linens. These items are usually specialty items or consists of specialty fabric not offered by larger vendors. We operate through a distributor, as well as a independent sales firm.

The principle directors are:

Sandra R. Johnston
3433 Sunset Lake Blvd.
Groveland, FL 34736

Deborah K. Zmorenski
2003 Kinder Ct.
Orlando, FL 32837

Troy K. Loutsenhizer
3627 Ocita Dr.
Orlando, FL 32837

The registered agent of Turning Leaves, Troy Loutsenhizer, will also remain the same. Registered Agent's address for fiscal year 1997 has changed to 3627 Ocita Dr., Orlando, FL 32837.