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Feb 27 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 # 124108 (2)
1. Corporation Name
CUNNINGHAM-SPENCER INCORPORATED



Principal Place of Business
C/O DOROTHY M. SPENCER
2 ADALIA AVE STE 702
TAMPA FL 33606
US

Mailing Address
C/O DOROTHY M. SPENCER
2 ADALIA AVE STE 702
TAMPA FL 33606-3316
US

3. Date Incorporated or Qualified 03/03/1931	3a. Date of Last Report 02/16/1996
4. FEI Number 59-0883782	Applied For <input type="checkbox"/> 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 checked="" type="checkbox"/> Yes <input 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 SPENCER, RONALD 2 ADALIA AVE STE 702 TAMPA FL 33606	10. Name and Address of New Registered Agent
81 Name	
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	85 Zip Code
	FL

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 reinstalling) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	V	1.1 TITLE	V
NAME	SPENCER, ARTHUR	1.2 NAME	SPENCER, ARTHUR
STREET ADDRESS	PO BOX 231 N/A	1.3 STREET ADDRESS	PO BOX 66 N/A
CITY-ST-ZIP	ODESSA FL	1.4 CITY-ST-ZIP	Odessa, FL 33556-0066
TITLE	V	2.1 TITLE	V
NAME	SPENCER, RONALD	2.2 NAME	Spencer, Ronald
STREET ADDRESS	1222 S. DALE MABRY, #320	2.3 STREET ADDRESS	13129 Coxswain Court
CITY-ST-ZIP	TAMPA FL 33620	2.4 CITY-ST-ZIP	Hudson, FL 34667
TITLE	SDP	3.1 TITLE	
NAME	SPENCER, DOROTHY M	3.2 NAME	
STREET ADDRESS	2 ADALIA AVE STE 702	3.3 STREET ADDRESS	SAME
CITY-ST-ZIP	TAMPA FL	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: ARTHUR SPENCER, JR. 1/30/97 813/991-9278
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)