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Mar 21 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 # 172404 (6)			
1. Corporation Name VALEON GROVES, INC.			
Principal Place of Business C/O T.O.P. JEWISH FOUNDATION, SUITE 136 6617 GUNN HIGHWAY TAMPA FL 33625 US		Mailing Address 800 N MAGNOLIA AVENUE SUITE 1500 ORLANDO FL 32803-3269 US	
2. Principal Place of Business 21 c/o T.O.P. Jewish Founda- State, Apt. #, etc tion 22 13009 Community Campus Dr City & State 23 Tampa FL Zip Country 24 33625 25 US		2a. Mailing Address 26 Suite, Apt. #, etc 27 City & State 28 Zip Country 29 30	
9. Name and Address of Current Registered Agent CAPOUANO, ALBERT D 800 N MAGNOLIA AVENUE SUITE 1500 TAMPA FL 32803		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 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 _____ DATE _____ (NOTE: Registered Agent signature required when reinstalling)			
12. OFFICERS AND DIRECTORS 1.1 TITLE PD 1.2 NAME SHANKER, BRUCE 1.3 STREET ADDRESS 6617 GUNN HIGHWAY, SUITE 136 1.4 CITY- ST- ZIP TAMPA FL 1.5 TITLE VSD 1.6 NAME WOLLY, GEORGE 1.7 STREET ADDRESS 1055 KENSINGTON PARK DRIVE 1.8 CITY- ST- ZIP ALTAMONTE SPRINGS FL 1.9 TITLE D 1.10 NAME ETTINGER, LEON 1.11 STREET ADDRESS 2700 LAKE SHORE DRIVE 1.12 CITY- ST- ZIP ORLANDO FL 1.13 TITLE 1.14 NAME 1.15 STREET ADDRESS 1.16 CITY- ST- ZIP 1.17 TITLE 1.18 NAME 1.19 STREET ADDRESS 1.20 CITY- ST- ZIP 1.21 TITLE 1.22 NAME 1.23 STREET ADDRESS 1.24 CITY- ST- ZIP 1.25 TITLE 1.26 NAME 1.27 STREET ADDRESS 1.28 CITY- ST- ZIP 1.29 TITLE 1.30 NAME 1.31 STREET ADDRESS 1.32 CITY- ST- ZIP 1.33 TITLE 1.34 NAME 1.35 STREET ADDRESS 1.36 CITY- ST- ZIP 1.37 TITLE 1.38 NAME 1.39 STREET ADDRESS 1.40 CITY- ST- ZIP 1.41 TITLE 1.42 NAME 1.43 STREET ADDRESS 1.44 CITY- ST- ZIP 1.45 TITLE 1.46 NAME 1.47 STREET ADDRESS 1.48 CITY- ST- ZIP 1.49 TITLE 1.50 NAME 1.51 STREET ADDRESS 1.52 CITY- ST- ZIP 1.53 TITLE 1.54 NAME 1.55 STREET ADDRESS 1.56 CITY- ST- ZIP 1.57 TITLE 1.58 NAME 1.59 STREET ADDRESS 1.60 CITY- ST- ZIP 1.61 TITLE 1.62 NAME 1.63 STREET ADDRESS 1.64 CITY- ST- ZIP 1.65 TITLE 1.66 NAME 1.67 STREET ADDRESS 1.68 CITY- ST- ZIP 1.69 TITLE 1.70 NAME 1.71 STREET ADDRESS 1.72 CITY- ST- ZIP 1.73 TITLE 1.74 NAME 1.75 STREET ADDRESS 1.76 CITY- ST- ZIP 1.77 TITLE 1.78 NAME 1.79 STREET ADDRESS 1.80 CITY- ST- ZIP 1.81 TITLE 1.82 NAME 1.83 STREET ADDRESS 1.84 CITY- ST- ZIP 1.85 TITLE 1.86 NAME 1.87 STREET ADDRESS 1.88 CITY- ST- ZIP 1.89 TITLE 1.90 NAME 1.91 STREET ADDRESS 1.92 CITY- ST- ZIP 1.93 TITLE 1.94 NAME 1.95 STREET ADDRESS 1.96 CITY- ST- ZIP 1.97 TITLE 1.98 NAME 1.99 STREET ADDRESS 2.00 CITY- ST- ZIP			
13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE PD 1.2 NAME SHANKER, BRUCE 1.3 STREET ADDRESS 13009 Community Campus Drive 1.4 CITY- ST- ZIP Tampa FL 33625 1.5 TITLE 1.6 NAME 1.7 STREET ADDRESS 1.8 CITY- ST- ZIP 1.9 TITLE 1.10 NAME 1.11 STREET ADDRESS 1.12 CITY- ST- ZIP 1.13 TITLE 1.14 NAME 1.15 STREET ADDRESS 1.16 CITY- ST- ZIP 1.17 TITLE 1.18 NAME 1.19 STREET ADDRESS 1.20 CITY- ST- ZIP 1.21 TITLE 1.22 NAME 1.23 STREET ADDRESS 1.24 CITY- ST- ZIP 1.25 TITLE 1.26 NAME 1.27 STREET ADDRESS 1.28 CITY- ST- ZIP 1.29 TITLE 1.30 NAME 1.31 STREET ADDRESS 1.32 CITY- ST- ZIP 1.33 TITLE 1.34 NAME 1.35 STREET ADDRESS 1.36 CITY- ST- ZIP 1.37 TITLE 1.38 NAME 1.39 STREET ADDRESS 1.40 CITY- ST- ZIP 1.41 TITLE 1.42 NAME 1.43 STREET ADDRESS 1.44 CITY- ST- ZIP 1.45 TITLE 1.46 NAME 1.47 STREET ADDRESS 1.48 CITY- ST- ZIP 1.49 TITLE 1.50 NAME 1.51 STREET ADDRESS 1.52 CITY- ST- ZIP 1.53 TITLE 1.54 NAME 1.55 STREET ADDRESS 1.56 CITY- ST- ZIP 1.57 TITLE 1.58 NAME 1.59 STREET ADDRESS 1.60 CITY- ST- ZIP 1.61 TITLE 1.62 NAME 1.63 STREET ADDRESS 1.64 CITY- ST- ZIP 1.65 TITLE 1.66 NAME 1.67 STREET ADDRESS 1.68 CITY- ST- ZIP 1.69 TITLE 1.70 NAME 1.71 STREET ADDRESS 1.72 CITY- ST- ZIP 1.73 TITLE 1.74 NAME 1.75 STREET ADDRESS 1.76 CITY- ST- ZIP 1.77 TITLE 1.78 NAME 1.79 STREET ADDRESS 1.80 CITY- ST- ZIP 1.81 TITLE 1.82 NAME 1.83 STREET ADDRESS 1.84 CITY- ST- ZIP 1.85 TITLE 1.86 NAME 1.87 STREET ADDRESS 1.88 CITY- ST- ZIP 1.89 TITLE 1.90 NAME 1.91 STREET ADDRESS 1.92 CITY- ST- ZIP 1.93 TITLE 1.94 NAME 1.95 STREET ADDRESS 1.96 CITY- ST- ZIP 1.97 TITLE 1.98 NAME 1.99 STREET ADDRESS 2.00 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 in an attachment with an address.			
SIGNATURE: Bruce Shanker, President 3/11/97 (813) 961-9090 SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Day and Month and Year			



CR2E034 (9/96)