

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.  
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO RESTATE: \$750.)

PROFIT  
CORPORATION  
ANNUAL REPORT  
1997



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

DOCUMENT # 435322 (3)  
1. Corporation Name  
CAPITAL INVESTMENT PROPERTIES, INC.

Principal Place of Business  
10392 178TH CT. S.  
BOCA RATON FL 33498

Mailing Address  
10392 178TH CT. S.  
BOCA RATON FL 33498

FILED

97 AUG 11 AM 12:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 11/01/1973	3a. Date of Last Report 04/16/1996
4. FEI Number 59-1492406	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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input 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

9. Name and Address of Current Registered Agent

DIBENEDETTO, MARINO  
10392 178TH CT. S.  
BOCA RATON FL 33498

10. Name and Address of New Registered Agent

81. Name	85. Zip Code
82. Street Address (P.O. Box Number is Not Acceptable)	
83.	
84. City	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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	VP	<input type="checkbox"/> DELETE
NAME	DIBENEDETTO, ANNA	
STREET ADDRESS	10392 178TH CT. S.	
CITY-ST-ZIP	BOCA RATON FL	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	DIBENEDETTO, MARINO	
STREET ADDRESS	10392 178 CT SOUTH	
CITY-ST-ZIP	BOCA RATON, FL 00000	
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 type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	200002267582--A
1.4 CITY-ST-ZIP	-08/14/97--01126--003
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	****165.00 ****165.00
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	SECRETARY
3.3 STREET ADDRESS	LUCRETIA MARCHETTI
3.4 CITY-ST-ZIP	1195 W. LUCAS DR BEAUMONT, TEXAS 77706
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 regulate 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

*[Signature]*

08/14/97

435322-83A7

CR2E034 (4/97)

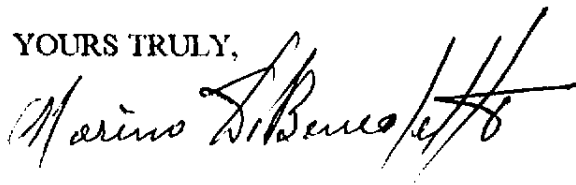
PJ.2

CAPITAL INVESTMENTS PROPERTIES  
10392 178TH SOUTH  
BOCA RATON, FL 33498

TO WHOM IT MAY CONCERN:

ENCLOSED IS THE FILING FEE FOR THE ANNUAL REPORT FOR CAPITAL INVESTMENTS PROPERTIES. I HAVE NOT RECIEVED ANOTHER NOTICE PRIOR TO THIS "2ND NOTICE" AND WAS TOLD TO SUBMITT THIS LETTER AND A CHECK FOR 165.00 TO THIS OFFICE. THANK YOU FOR YOUR COOPERATION IN THIS MATTER.

YOURS TRULY,

A handwritten signature in black ink, appearing to read "Marino D. Benedetto". The signature is stylized with a large, sweeping initial 'M' and a long horizontal stroke at the end.

MARINO DIBENEDETTO  
PRESIDENT  
CAPITAL INVESTMENT PROPERTIES INC.