

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

FILED  
Apr 03 1997 8:00am  
Secretary of State

|                                                |                                                                                   |                                                                                                    |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1997 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------|-----------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|

DOCUMENT # 492281

Corporation Name

HIP, Inc.

Principal Place of Business Mailing Address  
2 Minutemen Causeway P.O. Box 320505  
Cocoa Beach, FL 32932-0505

|                                                                                                                                                                           |                                                                                                                                                                 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2. Principal Place of Business<br>21 2 Minutemen Causeway<br>Suite, Apt. #, etc.<br>22<br>City & State<br>23 Cocoa Beach, FL<br>Zip<br>24 32932-0505<br>Country<br>25 USA | 2a. Mailing Address<br>26 P.O. Box 320505<br>Suite, Apt. #, etc.<br>27<br>City & State<br>28 Cocoa Beach, FL 32932<br>Zip<br>29 32932-0505<br>Country<br>30 USA |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                                            |                                                                     |
|--------------------------------------------------------------------------------------------|---------------------------------------------------------------------|
| 3. Date Incorporated or Qualified<br>1975                                                  | 3a. Date of Last Report<br>1996                                     |
| 4. FEI Number<br>59-1663639                                                                | Applied For<br>Not Applicable                                       |
| 5. Certificate of Status Desired<br>X                                                      | \$8.75 Additional<br>Fee Required                                   |
| 6. Election Campaign Financing<br>Trust Fund Contribution                                  | <input type="checkbox"/> \$5.00 May Be<br>Added to Fees             |
| 8. This corporation has liability for intangible tax under s. 199.032,<br>Florida Statutes | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |

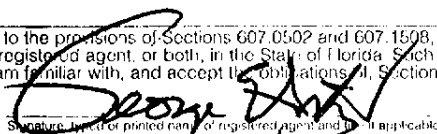
9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

|                                                                               |
|-------------------------------------------------------------------------------|
| 81 Name<br>George E. Artz Jr.                                                 |
| 82 Street Address (P.O. Box Number is Not Acceptable)<br>3412 S. ATLANTIC Ave |
| 83                                                                            |
| 84 City<br>Cocoa Beach                                                        |
| FL                                                                            |
| 85 Zip Code<br>32932                                                          |

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



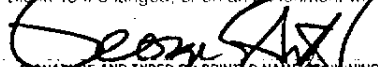
(NOTE: Registered Agent signature required when reinstating)

3/26/97

| 12. OFFICERS AND DIRECTORS                     |                                                                                            | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12          |                                                                            |
|------------------------------------------------|--------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------------------|
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | PRESIDENT/Treasurer<br>GEORGE E. ARTZ JR.<br>3412 S. ATLANTIC Ave<br>COCOA BEACH, FL 32931 | 1.1 TITLE<br>1.2 NAME<br>1.3 STREET ADDRESS<br>1.4 CITY-ST-ZIP | Secretary/VICE PRES<br>CHRISTINA LEE<br>5400 W. 192<br>MELBOURNE, FL 32904 |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP | Vice Pres / Secretary<br>JOHN B. HENLEY<br>145 VOLUNTA LN WEST<br>COCOA BEACH, FL 32931    | 2.1 TITLE<br>2.2 NAME<br>2.3 STREET ADDRESS<br>2.4 CITY-ST-ZIP |                                                                            |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP |                                                                                            | 3.1 TITLE<br>3.2 NAME<br>3.3 STREET ADDRESS<br>3.4 CITY-ST-ZIP |                                                                            |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP |                                                                                            | 4.1 TITLE<br>4.2 NAME<br>4.3 STREET ADDRESS<br>4.4 CITY-ST-ZIP |                                                                            |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP |                                                                                            | 5.1 TITLE<br>5.2 NAME<br>5.3 STREET ADDRESS<br>5.4 CITY-ST-ZIP |                                                                            |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP |                                                                                            | 6.1 TITLE<br>6.2 NAME<br>6.3 STREET ADDRESS<br>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:

 George E. Artz Jr. 3/26/97 4027841422

CR2E034 (9/96)