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Jun 12 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # 539738

(5)

1. Corporation Name

FLAGLER SURPLUS, INC.

Principal Place of Business

1798 WEST FLAGLER ST.
MIAMI FL 33135

Mailing Address

1798 WEST FLAGLER ST.
MIAMI FL 33135-2017

3. Date Incorporated or Qualified
07/01/1977

3a. Date of Last Report
02/02/1996

2. Principal Place of Business

21

Suite, Apt. #, etc.

22

City & State

23

Zip

Country

24

25

2a. Mailing Address

26

Suite, Apt. #, etc.

27

City & State

28

Zip

Country

29

30

4. FEI Number
59-1751619

Applied For
Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

SCHULBERG, ALAN
1798 WEST FLAGLER ST.
MIAMI FL 33135

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

33135

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 use if applicable

(NOTE: Registered Agent signature required when reinstating)

6/4/97
DATE

12. OFFICERS AND DIRECTORS

TITLE P
NAME SCHULBERG, ALAN
STREET ADDRESS 1798 W FLAGLER ST
CITY-ST-ZIP MIAMI FL

TITLE SD
NAME SCHULBERG, ALAN
STREET ADDRESS 1798 W. FLAGLER ST.
CITY-ST-ZIP MIAMI FL

TITLE MT
NAME SCHULBERG, MARC
STREET ADDRESS 1798 W FLAGLER
CITY-ST-ZIP MIAMI FL

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Pres
1.2 NAME marc schulberg
1.3 STREET ADDRESS 1798 w flagler st
1.4 CITY-ST-ZIP miami fl 33135

2.1 TITLE
2.2 NAME marc schulberg
2.3 STREET ADDRESS 1798 w flagler st
2.4 CITY-ST-ZIP miami fl 33135

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE
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 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

Signature

6/12/97

2051523026

CR2E034 (9/96)