

PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 551250

1. Corporation Name

RARE EARTH PROPERTIES, INC.

Principal Place of Business

1290 ROGERS ST.
P.O. BOX 2946
CLEARWATER FL 34617
US

Mailing Address

PO BOX 2946
P.O. BOX 2946
CLEARWATER FL 33757
US

FILED

99 JUN 24 PM 2:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
11 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		11/15/1977	
12 City & State		27 City & State		4. FEI Number	
13 Zip		28 Zip		59-1787500	
25 Country		30 Country		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 the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	
ROGERO, ALBERT L JR 1985 SEVER DR. CLEARWATER FL 33764				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

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

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	ST	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROGERO, ALBERT L JR	1.2 NAME	
STREET ADDRESS	1985 SEVER DRIVE	1.3 STREET ADDRESS	RO00002918428--2
CITY-ST-ZIP	CLEARWATER, FL 00000	1.4 CITY-ST-ZIP	06/29/99--01034--006
TITLE	CV	2.1 TITLE	****150.00 <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROGERO, ALBERT L JR	2.2 NAME	
STREET ADDRESS	1985 SEVER DRIVE	2.3 STREET ADDRESS	
CITY-ST-ZIP	CLEARWATER, FL 00000	2.4 CITY-ST-ZIP	
TITLE	PD	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROGERO, MARY M	3.2 NAME	
STREET ADDRESS	1985 SEVER DRIVE	3.3 STREET ADDRESS	
CITY-ST-ZIP	CLEARWATER, FL 00000	3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I 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, with all other like empowered

SIGNATURE:

Mary Rogers Mary Rogers

4-17-99

Date

727 4611741

Daytime Phone #

3

1013 ~~22.18~~DATE 4-17-99
TO FL DEPT OF REVENUE
1150.50

	DOLLARS	CENTS
BAL. FORD		
DEPOSIT / CREDIT		
"		
TOTAL		
THIS PAYMENT	22	18
OTHER DEDUCTIONS		
BAL. FORD		

2

1014 ~~100.00~~DATE 4-17-99
TO Carlisle Field
ALGER-2

	DOLLARS	CENTS
BAL. FORD		
DEPOSIT / CREDIT		
"		
TOTAL		
THIS PAYMENT	100	00
OTHER DEDUCTIONS		
BAL. FORD		

1015 ~~150.00~~DATE 4-17-99
TO MSA DEPT
OF STATE (ANN. RPT)

	DOLLARS	CENTS
BAL. FORD		
DEPOSIT / CREDIT		
"		
TOTAL		
THIS PAYMENT	150	00
OTHER DEDUCTIONS		
BAL. FORD		

Rare Earth Properties, Inc.
1250 Rogers St., Suite C
Clearwater, FL 33757

Mary Rogero, Realtor

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fax: 727-461-4919

home phone 727-461-1741

E-mail (maryrogero@aol.com)

cell: 727-656-7788

June 14, 1999

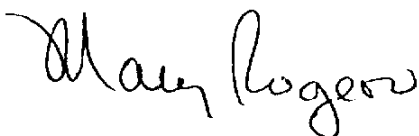
To: Annual Report Div. (Dept. of State)

After reconciling my bank statement for May, 1999 on Saturday, I noticed that check # 1015 in the amount of \$150.00 made out to the FLA Dept. of State had not cleared my bank. It also had not cleared on my April statement. Therefore, I called the Annual Report Division this morning and spoke with Kim. She advised me that my check and report had not been received, and instructed me to send another check for \$150 along with a copy of the annual report with an original signature and a copy of my bank stub. All of this is enclosed.

If necessary, I can also send copies of my bank statements showing that check #1015 has never cleared and that the funds were clearly in the bank. Please let me know if you have any questions. If check #1015 shows up, Kim said that I could at that time request a refund. In the meantime, please use my reissued check #1089 in the amount of \$150 for our annual report.

Thank you.

Sincerely,



Mary Rogero, President