

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

FILED  
Apr 16 1997 8:00am  
Secretary of State

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
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| <b>PROFIT CORPORATION ANNUAL REPORT 1997</b>                                                                                                                                                                                                                                                                                                                                                                                                                    |  |  |                                                                                   | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS                                                   |  |
| <b>DOCUMENT # 559719 (0)</b><br>1. Corporation Name<br><b>BRUCE ENVIRONMENTAL CORPORATION</b>                                                                                                                                                                                                                                                                                                                                                                   |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| Principal Place of Business<br><b>109 BAYBRIDGE<br/>POB 186<br/>GULF BREEZE FL 32561</b>                                                                                                                                                                                                                                                                                                                                                                        |  |                                                                                   | Mailing Address<br><b>109 BAYBRIDGE<br/>POB 186<br/>GULF BREEZE FL 32561-4470</b> |                                                                                                                                                             |  |
| 2. Principal Place of Business                                                                                                                                                                                                                                                                                                                                                                                                                                  |  | 2a. Mailing Address                                                               |                                                                                   | 3. Date Incorporated or Qualified<br><b>02/14/1978</b>                                                                                                      |  |
| 21 Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                          |  | 26 Suite, Apt. #, etc.                                                            |                                                                                   | 3a. Date of Last Report<br><b>05/29/1996</b>                                                                                                                |  |
| 22 City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  | 27 City & State                                                                   |                                                                                   | 4. FLL Number<br><b>59-1805095</b>                                                                                                                          |  |
| 23 Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  | 28 Zip                                                                            |                                                                                   | 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>                                                             |  |
| 25 Country                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | 29 Country                                                                        |                                                                                   | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>                                          |  |
| 24                                                                                                                                                                                                                                                                                                                                                                                                                                                              |  | 30                                                                                |                                                                                   | 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |  |
| 9. Name and Address of Current Registered Agent<br><b>BODENHEIMER, MARALYN<br/>1121 TALL PINE TRAIL<br/>GULF BREEZE, 32561</b>                                                                                                                                                                                                                                                                                                                                  |  |                                                                                   | 10. Name and Address of New Registered Agent                                      |                                                                                                                                                             |  |
| 81 Name                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                   | 82 Street Address (P.O. Box Number is Not Acceptable)                             |                                                                                                                                                             |  |
| 83                                                                                                                                                                                                                                                                                                                                                                                                                                                              |  |                                                                                   | 84 City                                                                           |                                                                                                                                                             |  |
| 85 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<br>Signature: typed or printed name of registered agent and for all applicable (NOT: to be signed by agent; agent required when not stated) DATE                                                                                                                                                                                                                                                                                                      |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 12. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                                                      |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 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                                                                                                                                                                                                                                                                                                                                                                                                                                              |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 1.4 CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                               |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 2.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 2.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                        |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 2.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                              |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 2.4 CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                               |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 3.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 3.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                        |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 3.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                              |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 3.4 CITY- ST- ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                               |  |                                                                                   |                                                                                   |                                                                                                                                                             |  |
| 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 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: *Maralyn Bodenheimer* **MARALYN BODENHEIMER 4/14/97 904-932-9265**

CR2E034 (9/96)