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**Mar 04 1997 8:00am
Secretary of State**

**PROFIT CORPORATION
ANNUAL REPORT
1997**



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

DOCUMENT # 644065 (5)
1. Corporation Name
FRIENDLY MOTORS, INC.



Principal Place of Business: **2150 N.E. 163 STREET
P O BOX 600070
NORTH MIAMI BEACH FL 33160-7070**
Mailing Address: **2150 N.E. 163 STREET
P O BOX 600070
NORTH MIAMI BEACH FL 33160-0070**

3. Date Incorporated or Qualified: **11/05/1979**
3a. Date of Last Report: **01/29/1996**
4. FEI Number: **59-1950026**
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

2. Principal Place of Business: 21
2a. Mailing Address: 26
22. City & State: 27
23. Zip: 28
24. Country: 25
29. Country: 30

9. Name and Address of Current Registered Agent
**BOWER, GARY
2150 NE 163RD STREET
NORTH MIAMI BEACH FL 33162**

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
85 Zip Code **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: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS

TITLE	PCB	<input type="checkbox"/> DELETE
NAME	BOWER, WILLIAM J JR.	
STREET ADDRESS	2150 N E 163 ST	
CITY-ST-ZIP	N MIAMI BCH FL	
TITLE	ST	<input checked="" type="checkbox"/> DELETE
NAME	COMPARETTO, SAM	
STREET ADDRESS	2150 NE 163 STREET	
CITY-ST-ZIP	N MIAMI BCH FL	
TITLE	D	<input type="checkbox"/> DELETE
NAME	MORSE, EDWARD J SR	
STREET ADDRESS	2150 N E 163 ST	
CITY-ST-ZIP	N MIAMI BCH FL	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	BOWER, GARY	
STREET ADDRESS	2150 N.E. 163RD ST.	
CITY-ST-ZIP	N MIAMI BCH FL	
TITLE	VP/ ST	<input type="checkbox"/> DELETE
NAME	Bower, William J III	
STREET ADDRESS	2198 N.E. 163 Street	
CITY-ST-ZIP	N Miami Bch., FL	
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	
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: *Gary Bower* Gary Bower Vice President 2/27/97 (305) 947-9463
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)