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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # 680210 1. Corporation Name RUSSELL KERN CONSTRUCTION, INC.			
Principal Place of Business 509 ASCOT CT SEBRING FL 33870 US		Mailing Address 509 ASCOT CT SEBRING FL 33870 US	
DO NOT WRITE IN THIS SPACE			
2. Principal Place of Business		3. Date Incorporated or Qualified 07/29/1980	
21 Suite, Apt. #, etc.	22 City & State	23 Zip	24 Country
25	26	27	28
29. Name and Address of Current Registered Agent		30. Name and Address of New Registered Agent	
Y 509 ASCOT CT SEBRING FL 33870		81 Name RUSSELL KERN 82 Street Address (P.O. Box Number is Not Acceptable) 509 ASCOT COURT 83 84 City SEBRING FL 85 Zip Code 33870	
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 607.0503, Florida Statutes.			
SIGNATURE <i>Russell Kern</i>		RUSSELL KERN PRESIDENT DATE 3/4/99	
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PV	1.1 TITLE	PV
NAME	KERN, RUSSELL	1.2 NAME	KERN, RUSSELL
STREET ADDRESS	309 RIDGE CT	1.3 STREET ADDRESS	509 ASCOT COURT
CITY-ST-ZIP	SEBRING FL 33870	1.4 CITY-ST-ZIP	SEBRING, FLORIDA 33870
TITLE	ST	2.1 TITLE	ST
NAME	KERN, JANICE R.	2.2 NAME	KERN, JANICE R.
STREET ADDRESS	309 RIDGE CT	2.3 STREET ADDRESS	509 ASCOT COURT
CITY-ST-ZIP	SEBRING FL 33870	2.4 CITY-ST-ZIP	SEBRING, FLORIDA 33870
TITLE		3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
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: RUSSELL KERN *Russell Kern* 2/22/99 (941) 655-4006
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/88)