FILE NOW: FILING FEE IS \$61.25

FILED NONPROFIT FLORIDA DEPARTMENT OF STATE Feb 02 1998 8:00am CORPORATION Sandra B. Mortham ANNUAL REPORT Secretary of State Secretary of State DIVISION OF CORPORATIONS 1998 DOCUMENT # (9)SPIRIT OF THE 50'S, INC. Principal Place of Business Mailing Address 6680 MAGNOLIA LN 6680 MAGNOLIA LN 3. Date Incorporated or Qualified FT MYERS FL 33912 FT MYERS FL 33912 04/23/1979 4. FEI Number Applied For NOT APPLICABLE Not Applicable 2. Principal Place of Business 2a. Mailing Address \$8.75 Additional 5. Certificate of Status Desired 21 3606 East 23rd Street 26 3606 East Fee Required 23rd Street Suite, Apt. #, etc. Suite, Apt. #, etc. \$5.00 May Be 6. Election Campaign Financing Trust Fund Contribution 27 Added to Fees 22 City & State City & State 7. Is this nonprofit corporation a homeowners association? Yes Yes 28 X No 23 Alva, FI Alva, FI Country Zip Country 8. This corporation owes or has paid the current year Intangible Yes 33920 30 Lee Lee Personal Property Tax due June 30. 24 33920 25 29 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent Name Alan L. Andrews
Street Address (P.O. Box Number is Not Acceptable)
3606 East 23rd Street BROWN, RONALD 82 6680 MAGNOLIA LN 83 FT MYERS FL 33912 84 City 85 Zip Code 33920 ATva 20502 and 617.1508, Florisa Statutes, the above-named corporation submits this statement for the purpose of changing its registered state of Florida. Such change was authorized by the corporation's board of directors, I hereby accept the appointment as registered obligations of, Section 617.0503, Florida Statutes. Pursuant to the provisions of Sections 617 office or registered agent, or both, in the agent. I am familiar with, and coepi the sections. SIGNATUR January 19, 1998 (NOTE, Rogistered Agent signature required when reinstating OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. 13. DELETE Addition TITLE 1.1 TITLE Change LAWLER, EDWARD 12 NAME NAME STREET ADDRESS 12983 IONA RD 1.3 STREET ADDRESS FT. MYERS FL CITY-ST-ZIP 1.4 CITY - ST-ZIP DELETE Change A Addition 2.1 TITLE TITLE PD SMITH, LARRY J. NAME 2.2 NAME 137 PLACID DR 2.3 STREET ADDRESS STREET ADDRESS FT MYERS FL CITY-ST-ZIP 2.4 CITY-ST-ZIP DELETE X Change Addition TITLE 3.1 TITLE EISERMANN, BRUCE NAME 3.2 NAME Andrews, Alan L. 13036 3 ST SE 3606 East 23rd Street STREET ADDRESS 3.3 STREET ADDRESS FORT MYERS FL CITY-ST-ZIP 3.4. CITY-ST-ZIP Alva. FL 33920 DELETE Addition 4,1 TITLE Change TITLE NAME MANGUS, DENISE 4.2 NAME STREET ADDRESS PO BOX 7523 N/A 4.3 STREET ADDRESS FT MYERS FL CITY-ST-ZIP 4.4 CITY-ST-ZIP DELETE TITLE 5.1 TITLE Y Change Addition NAME BROWN, RON 5.2 NAME Walters, Coral 6680 MAGNOLIA LANE STREET ADDRESS 5.3 STREET ADDRESS 2431 Valpraiso Blvd. FORT MYERS FL North Fort Myers, FL CITY-ST-ZIP 5.4 CITY-ST-ZIP __ Change DELETE Addition TITLE 6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS

14. I hereby certify that the Information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(1), 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 theyer or they are to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if chapter 617 are to an are that my name appears in the same legal effect as if made under oath; that I am an officer or director of the corporation of the receiver or the same legal effect as if made under oath; that I am an officer or director of the corporation of the receiver of the corporation of the receiver of the same legal effect as if made under oath; that I am an officer or director of the corporation of the receiver of the same legal effect as if made under oath; that I am an officer or director of the corporation of the receiver or the receiver or the same legal effect as if made under oath; that I am an officer or director of the corporation of the receiver of the same legal effect as if made under oath; that I am an officer or director of the corporation of the receiver of the same legal effect as if made under oath; that I am an officer or director of the corporation of the receiver of the same legal effect as if made under oath; that I am an officer or director of the corporation of the receiver of the same legal effect as if made under oath; that I am an officer or director of the corporation of the receiver of the same legal effect as if made under oath; the same legal effect as if made under oath and the same legal effect as if made under oath and the same legal effect as if made under oath and the same legal effect as if made under oath and the same legal effect as if made under oath and the same legal effect as if made under oath and the JUIALAN L. ANDREWS JAN. 19,1998 (941) 728-36 SIGNATURE: //

6.4 CITY-ST-ZIP

STREET ADDRESS

CITY-ST-ZIP