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Feb 05 1998 8:00am  
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **790653** (0)  
1. Corporation Name  
**GOLDEN GEM GROWERS, INC.**



Principal Place of Business <b>39017 GOLDEN GEM DR P.O. DRAWER 9 UMATILLA FL 32784</b>	Mailing Address <b>39017 GOLDEN GEM DR P.O. DRAWER 9 UMATILLA FL 32784</b>
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3. Date Incorporated or Qualified <b>01/24/1951</b>	
4. FEI Number <b>59-0653915</b>	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75 Additional Fee Required</b>
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00 May Be Added to Fees</b>
7. Is this nonprofit corporation a homeowners association? <input type="checkbox"/> Yes <input type="checkbox"/> No	
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country
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9. Name and Address of Current Registered Agent <b>NELSON, J.F., JR. HWY 19 &amp; GOLDEN GEM RD. C/O GOLDEN GEM GROWERS INC UMATILLA FL</b>	
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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 <b>FL</b>

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS	
TITLE	VT <input type="checkbox"/> DELETE
NAME	<b>BURKETT, T. L.</b>
STREET ADDRESS	<b>29345 S.E. HIGHWAY 42</b>
CITY-ST-ZIP	<b>UMATILLA FL 32784</b>
TITLE	CD <input type="checkbox"/> DELETE
NAME	<b>NELSON, JOHN F.</b>
STREET ADDRESS	<b>LUFFMAN ROAD</b>
CITY-ST-ZIP	<b>OCKLAWAHA FL</b>
TITLE	VAS <input type="checkbox"/> DELETE
NAME	<b>STEPHENS, MARTIN G.</b>
STREET ADDRESS	<b>41243 SILVER DRIVE</b>
CITY-ST-ZIP	<b>UMATILLA FL</b>
TITLE	D <input type="checkbox"/> DELETE
NAME	<b>ACREE, W M, III</b>
STREET ADDRESS	<b>ISLAND WILD</b>
CITY-ST-ZIP	<b>DELAND, FL 00000</b>
TITLE	PMAD <input type="checkbox"/> DELETE
NAME	<b>NELSON, J. F. J</b>
STREET ADDRESS	<b>14521 LAKE YALE ROAD</b>
CITY-ST-ZIP	<b>UMATILLA FL</b>
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 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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *[Signature]* 1-12-98 352-669-2101

CR2E037 (10/97)

GOLDEN GEM GROWERS, INC.  
Corporation Annual Report 1998

Officers and Directors (continued)

Directors:

Jerry D. Cloud, Director  
1581 Chippewa Trail  
Maitland, FL 34751

U.K. Custred, Director  
4324 Cleveland Hts. Blvd.  
Lakeland, FL 33813

Glenn K. Dickman, Director  
305 Hwy. 41N  
Ruskin, FL 33570

Se'belle S. Dymmek, Director  
491 Will Barber Road  
Kissimmee, FL 34741

Joseph D. Farish, Jr., Director  
316 Banyan Blvd.  
West Palm Beach, FL 33401

Joseph S. Fosgate, Director  
911 Seville Place  
Orlando, FL 32804

C. Joseph Knowles, Director  
1079 Island Way  
Leesburg, FL 34748

Travis E. Murphy, Jr., Director  
3565 S. W. Corp. Pkwy.  
Palm City, FL 34990

James H. Williams, Director  
1609 S.E. 3rd. Ave.  
Ocala, FL 34471

Officers:

Brannan T. Collins, Vice President  
29599 S.E. Hwy. 42  
Umatilla, FL 32784

Philip D. Conant, Vice President, Secretary  
2227 Cypress Ct.  
Tavares, FL 32778

John Prevatt, Vice President  
3001 Ardsley Dr.  
Orlando, FL 32804

Clark A. Rasmussen, Vice President  
19341 Park Place Blvd.  
Eustis, FL 32726

Hosea E. Walls, Vice President  
9839 Wedgewood Lane  
Leesburg, FL 34789

Dixie E. Royal, Vice President  
41505 Silver Drive  
Umatilla, FL 32784