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FILED
May 14 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 # 850546

(3)

1. Corporation Name

LEVINE FINANCIAL CORPORATION

Principal Place of Business

P.O. BOX 48
JACKSON NH 03846

Mailing Address

P.O. BOX 48
JACKSON NH 03846-0048



2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

3. Date Incorporated or Qualified

10/01/1981

3a. Date of Last Report

07/25/1996

4. FEI Number

04-2470036

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

9. Name and Address of Current Registered Agent

WHEELER, DENNIS C.
551 CLAYTON ST.
15501 BRUCE B DOWNS
MT. DORA FL 32757

10. Name and Address of New Registered Agent

81 Name DONNA G. PARENT
82 Street Address (P.O. Box Number is Not Acceptable)
11900 Devoc Ct.
83
84 City Orlando FL 85 Zip Code 32821

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 Harris R. Levine Pres.

SIGNATURE Donna G. Parent

4/28/97

Signature, typed or printed name of registered agent and to be applicable

(NOTE: Registered Agent signature required when resigning)

DATE

12. OFFICERS AND DIRECTORS

TITLE PTD
NAME LEVINE, HARRIS R
STREET ADDRESS RT 18
CITY-ST-ZIP JACKSON NH

TITLE SD
NAME LEVINE, MARY L
STREET ADDRESS RT. 18
CITY-ST-ZIP JACKSON NH

TITLE VD
NAME LEVINE, RICHARD D
STREET ADDRESS RT. 18
CITY-ST-ZIP JACKSON NH

TITLE D
NAME LEVINE, CHERYL D.
STREET ADDRESS 225 CHARLES GATE WEST #320
CITY-ST-ZIP BOSTON MA

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE
12 NAME
13 STREET ADDRESS
14 CITY-ST-ZIP

21 TITLE
22 NAME
23 STREET ADDRESS
24 CITY-ST-ZIP

31 TITLE
32 NAME
33 STREET ADDRESS
34 CITY-ST-ZIP

41 TITLE
42 NAME
43 STREET ADDRESS
44 CITY-ST-ZIP

51 TITLE
52 NAME
53 STREET ADDRESS
54 CITY-ST-ZIP

61 TITLE
62 NAME
63 STREET ADDRESS
64 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 Harris R. Levine

4/28/97 603.383-6822

CR2E034 (9/96)