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FILED
Feb 05 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 # F07617 (6)
 1. Corporation Name
FRED BERGER & ASSOCIATES, INC.



Principal Place of Business Mailing Address
~~1135 S PASADENA AVE #237 ST. PETERSBURG BEACH FL 33707 US~~
~~PO BOX 00100 ST. PETERSBURG BEACH FL 33736-0100 US~~

3. Date Incorporated or Qualified **12/02/1980** 3a. Date of Last Report **03/12/1996**
 4. FEI Number **59-2093764** 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 2a. Mailing Address
 21 **2451 McMullen Booth Rd, 1634 Arabian Lane**
 Suite, Apt. #, etc. Site, Apt. #, etc.
 22 **Oakbrook Towers-Suite 59**
 City & State **Clearwater, Fla. 34619** 27 **Palm Harbor, Fla.**
 23 **34685** 28
 Zip Country Zip Country
 24 25 29 30

9. Name and Address of Current Registered Agent
BERGER, FRED
1135 S PASADENA AVE
ST. PETERSBURG BEACH FL 33707

10. Name and Address of New Registered Agent
 81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
1634 Arabian Lane
 83 **Palm Harbor**
 84 City **Florida** 85 Zip Code **FL 34685**

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	<input checked="" type="checkbox"/> DELETE
NAME	GILBERT, DONALD T.
STREET ADDRESS	1135 S PASADENA AVE, #237
CITY - ST - ZIP	ST. PETERSBURG BCH. FL
TITLE	<input type="checkbox"/> DELETE
NAME	BERGER, FRED
STREET ADDRESS	1135 S PASADENA AVE, #237
CITY - ST - ZIP	ST. PETERSBURG BCH. FL
TITLE	<input type="checkbox"/> DELETE
NAME	STO DIKMAN, BEVERLY
STREET ADDRESS	1135 S PASADENA AVE #237
CITY - ST - ZIP	ST. PETERSBURG FL
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY - ST - ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	Vice President <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Harold Berger
1.3 STREET ADDRESS	1634 Arabian Lane
1.4 CITY - ST - ZIP	Palm Harbor, Fla. 34685
2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	1634 Arabian Lane
2.4 CITY - ST - ZIP	Palm Harbor, Fla. 34685
3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	1634 Arabian Lane
3.4 CITY - ST - ZIP	Palm Harbor, Fla. 34685
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: **Fred Berger, President** 1/31/97 813-789-2262
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR DAYTIME PHONE

CR2E034 (9/96)