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Apr 09 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F53013 (1)
1. Corporation Name
SUN PALMS, INC.

Principal Place of Business
171 WAKULLA LN VILLA E
COCOA BCH FL 32931

Mailing Address
P.O. BOX 320035
COCOA BCH FL 32932-0035
US



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 11/06/1981	
21. Suite, Apt. #, etc.	22. City & State	23. Zip	24. Country	25. Suite, Apt. #, etc.	26. City & State
27. Zip	28. Country	29. Suite, Apt. #, etc.	30. City & State	31. Zip	32. Country
9. Name and Address of Current Registered Agent BRENNAN, RAYMOND D. JR. 171 WAKULLA LN VILLA E COCOA BCH FL 32931				10. Name and Address of New Registered Agent	
81. Name Brenda Fulton				82. Street Address (P.O. Box Number is Not Acceptable) 171 WAKULLA LANE UNIT 124	
83. City Cocoa Beach				84. Zip Code FL 32931	
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 *B. Fulton* BREND A FULTON 4/2/98
Signature, typed or printed name of registered agent and title (if applicable) (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D FULTON, BREND A 171 WAKULLA LN UNIT 124 COCOA BEACH FL	1.1 TITLE	PRESIDENT / Director <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		1.2 NAME	Fulton, Brenda
STREET ADDRESS		1.3 STREET ADDRESS	171 WAKULLA LN Unit 124
CITY-ST-ZIP		1.4 CITY-ST-ZIP	Cocoa Beach, FL 32931
TITLE	ST KURTYKA, HENRY 2500 RAIN TREE LK CIRCLE MERRITT ISLAND FL	2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	PD BRENNAN, RAYMOND D. 171 WAKULLA LN, VILLAE COCOA BCH FL	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	V.P.A.G.S / Director
NAME		4.2 NAME	Gregory CASTRO
STREET ADDRESS		4.3 STREET ADDRESS	2685 RAMBOYAN ST.
CITY-ST-ZIP		4.4 CITY-ST-ZIP	KISSIMHEE, FL
TITLE		5.1 TITLE	Secretary
NAME		5.2 NAME	PATRICIA PATNAUDE
STREET ADDRESS		5.3 STREET ADDRESS	171 WAKULLA LN. Unit 115
CITY-ST-ZIP		5.4 CITY-ST-ZIP	Cocoa Beach, FL 32931
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.

SIGNATURE: *Henry Kurtyka* 1/28/98 407-459-1784

CR2E034 (10/97)