

FILED  
Apr 16 1998 8:00am  
Secretary of State

**DOCUMENT # F53442 (2)**  
1. Corporation Name  
**BAY REALTY INTERNATIONAL, INC.**

Principal Place of Business	Mailing Address
C/O GERALD J. FLANAGAN 3350 ULMERTON ROAD EAST #26 CLEARWATER FL 34622-3380	C/O GERALD J. FLANAGAN 3350 ULMERTON ROAD EAST #26 CLEARWATER FL 34622-3380

<b>2. Principal Place of Business</b>		<b>2a. Mailing Address</b>
<b>21</b>	Suite, Apt. #, etc.	<b>26</b> Suite, Apt. #, etc.
<b>22</b>	City & State	<b>27</b> City & State
<b>23</b>	Zip	<b>28</b> Zip
<b>24</b>	Country	<b>29</b>

DO NOT WRITE IN THIS SPACE		
3. Date Incorporated or Qualified <b>11/12/1981</b>		
4. FEI Number		Applied For
<b>59-2139852</b>		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>
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.		
	<input type="checkbox"/> Yes	<input type="checkbox"/> No

9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
<b>FLANAGAN, GERALD J.</b> <b>3350 ULMERTON RD. E., #26</b> <b>CLEARWATER FL 33540</b>	<b>81</b>	Name	
	<b>82</b>	Street Address (P.O. Box Number is Not Acceptable)	
	<b>83</b>		
	<b>84</b>	City	<b>FL</b>

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		Signature, typed or printed name of registered agent and title if applicable		(NOTE: Registered Agent signature required when reinstating)		DATE	
<b>12.</b>		<b>OFFICERS AND DIRECTORS</b>		<b>13.</b>		<b>ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12</b>	
TITLE	<b>DP</b>	<input type="checkbox"/> DELETE		1.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	<b>FLANAGAN, GERALD J CPA</b>			1.2 NAME			
STREET ADDRESS	<b>3350 ULMERTON RD E 26</b>			1.3 STREET ADDRESS			
CITY - ST - ZIP	<b>CLERWATER FL 33540</b>			1.4 CITY - ST - ZIP			
TITLE		<input type="checkbox"/> DELETE		2.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				2.2 NAME			
STREET ADDRESS				2.3 STREET ADDRESS			
CITY - ST - ZIP				2.4 CITY - ST - ZIP			
TITLE		<input type="checkbox"/> DELETE		3.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				3.2 NAME			
STREET ADDRESS				3.3 STREET ADDRESS			
CITY - ST - ZIP				3.4 CITY - ST - ZIP			
TITLE		<input type="checkbox"/> DELETE		4.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				4.2 NAME			
STREET ADDRESS				4.3 STREET ADDRESS			
CITY - ST - ZIP				4.4 CITY - ST - ZIP			
TITLE		<input type="checkbox"/> DELETE		5.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				5.2 NAME			
STREET ADDRESS				5.3 STREET ADDRESS			
CITY - ST - ZIP				5.4 CITY - ST - ZIP			
TITLE		<input type="checkbox"/> DELETE		6.1 TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
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.

CR2E034 (10/97)