FILE NOW: FILING FEE AFTER MAY 1 IS $550.00

PROFIT CORPORATION ANNUAL REPORT 1997

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
97 NOV 12 AM 9:0?
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # F78353 (2)

1. Corporation Name
POWER PLAY MARINE, INC.

Principal Place of Business
2740 NW 29 TERR
FT. LAUDERDALE FL 33311

Mailing Address
2740 NW 29 TERR
FT. LAUDERDALE FL 33311-2037

3. Date Incorporated or Qualified 04/30/1982	**3a.** Date of Last Report 08/19/1996	

4. FEI Number 59-2188670 — Applied For / Not Applicable

2. Principal Place of Business	2a. Mailing Address
21	26
Suite, Apt. #, etc. 22	Suite, Apt #, etc. 27
City & State 23	City & State 28
Zip 24 / Country 25	Zip 29 / Country 30

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
IRWIN, EDWARD J.
2691 E. OAKLAND PARK BLVD. #400
FT. LAUDERDALE FL 33306

10. Name and Address of New Registered Agent

81 Name: Edward A. Bemke

82 Street Address (P.O. Box Number is Not Acceptable): 4875 N Federal Hwy

83

84 City: Ft. Lauderdale FL 85 Zip Code: 33308

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: _Edward A. Bemke_
Signature, typed or printed name of registered agent and title if applicable
EDWARD A. BEINHE
(NOTE: Registered Agent signature required when reinstating)
DATE: 11-11-97

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE PVS	[ ] DELETE	1.1 TITLE [ ] Change [ ] Addition
NAME WEINSTEIN, DANIEL S		1.2 NAME
STREET ADDRESS 3050 NE 41 ST		1.3 STREET ADDRESS
CITY-ST-ZIP FT. LAUDERDALE FL		1.4 CITY-ST-ZIP
TITLE TD	[ ] DELETE	2.1 TITLE
NAME WEINSTEIN, DANIEL S		2.2 NAME
STREET ADDRESS 3050 NE 41 ST		2.3 STREET ADDRESS
CITY-ST-ZIP FT. LAUDERDALE FL		2.4 CITY-ST-ZIP
TITLE	[ ] DELETE	3.1 TITLE [ ] Change [ ] Addition
NAME		3.2 NAME
STREET ADDRESS		3.3 STREET ADDRESS
CITY-ST-ZIP		3.4 CITY-ST-ZIP
TITLE	[ ] DELETE	4.1 TITLE [ ] Change [ ] Addition
NAME		4.2 NAME
STREET ADDRESS		4.3 STREET ADDRESS
CITY-ST-ZIP		4.4 CITY-ST-ZIP
TITLE	[ ] DELETE	5.1 TITLE [ ] Change [ ] Addition
NAME		5.2 NAME
STREET ADDRESS		5.3 STREET ADDRESS
CITY-ST-ZIP		5.4 CITY-ST-ZIP
TITLE	[ ] DELETE	6.1 TITLE [ ] Change [ ] Addition
NAME		6.2 NAME
STREET ADDRESS		6.3 STREET ADDRESS
CITY-ST-ZIP		6.4 CITY-ST-ZIP

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-11/14/97--01090--008
****165.00 ****165.00

CR2E034 (9/96)

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: _Daniel S. Weinstein President_ 10-27-97

POWERPLAY

Powerplay Marine Inc. / Builders of World Class Powerboats
2740 Northwest 29th Terrace / Fort Lauderdale, Florida / 954.733.2600 / Fax 954.733.2700
E-mail: ppmarine@safari.net

October 22, 1997

Amy Alan
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

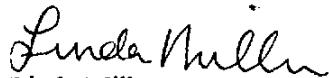RE: F78353 Powerplay Marine, Inc.

Ms. Alan:

This letter is in reference to our renewal. It was not filed timely because of the fact that I had a emergency. At the beginning of May 1997, my father was diagnosed with kidney failure. My sister or myself was to donate a kidney. We had the transplant in June of 1997. I have been in Missouri (back and forth) for the past few months.

Ordinarily, Mr. Ed Irwin our registered agent, would have notified us of this matter, but I failed to mention in our conversation that Mr. Irwin had a massive stroke and is no longer able to speak or write.

Please except our payment of $ 165.00 for the renewal fee, I would certainly appreciate it.
Thank you very much.

Sincerely,

Linda Miller

Linda Miller
Financial Officer