FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT CORPORATION ANNUAL REPORT

1998



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # F9700002776 (9)

PRO AUTHORITY, INC. Principal Place of Business Mailing Address PO BOX 371482 PO BOX 371482 DENVER CO 80237 DENVER CO 80237 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 05/28/1997 2. Principal Place of Business 2a. Mailing Address 4. FEI Number PO BOX 371483 84-1370253 21 26 Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 City & State \$5.00 May Be 6. Election Campaign Financing 23 Trust Fund Contribution Added to Fees Zip Country 8. This corporation owes or has paid the current year Intangible 29 Yes 24 Personal Property Tax due June 30. 25 9. Name and Address of Current Registered Age 10. Name and Address of New Registered Agent 81 Name HOWARD, BETTY 1304 NO FERDON BLVD. Street Address (P.O. Box Number is Not Acceptable) **CRESTVIEW FL 32536** 83 84 City 85 Zip Code

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.

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CITY-ST-ZIP

Signature, typed or printed name of registered agent and little if applicable (NO1E: Registered Agent signature required when reinstating) 12. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13. DELETE Change Addition TITLE 1.1 TITLE BROWN, MICHAEL B NAME 1.2 NAME **CR2E034** 8111 E YALE AVE BLDG. 8-208 STREET ADDRESS 1.3 STREET ADDRESS DENVER CO 80231 CITY-ST-ZIP 1.4 CITY-ST-ZIP DELETE Change Addition TITLE 2.1 TITLE MEYER, NEAL H 2.2 NAME NAME 4500 SO MONACO ST APT 1223 STREET ADORESS 2.3 STREET ADDRESS **DENVER CO 80237** CITY-ST-ZIP 2.4 CITY-ST-ZIP DELETE Change Addition TITLE 3.1 TITLE MOSSMAN, ROBERT E NAME 3.2 NAME 1165 DORSET COURT STREET ADDRESS 3.3 STREET ADDRESS LAFEYETTE CO 80026 CITY-ST-ZIP 3.4. CITY-ST-ZIP DELETE Change Addition 4.1 TITLE TITLE SHERMAN, GREGORY M NAME 4. 2 NAME 9659 LAMERIA DRIVE 4.3 STREET ADDRESS STREET ADDRESS HIGHLANDS RANCH CO 80126 CITY-ST-ZIP 4.4 CITY - ST - ZIP DELETE Change Addition TITLE 5.1 TITLE 5.2 NAME NAME STREET ADDRESS 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP CITY-ST-2IP DELETE 6.1 TITLE Change Addition TITLE NAME 6.2 NAME STREET ADDRESS **6.3 STREET ADDRESS**

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 changled, or on an ayactynent with an address.

SIGNATURE

130 414-2379

FILED

Apr 13 1998 8:00am

Secretary of State

Applied For

Not Applicable