2004 FOR PROFIT CORPORATION

FILED ANNUAL REPORT Feb 16, 2004 08:00 AM Secretary of State DOCUMENT # F97000003873 1. Entity Name FANEUIL FLORIDA, INC. Principal Place of Business Mailing Address EQUITEL CORP. C/O THE FANEUIL GROUP EQUITEL CORP. C/O THE FANEUIL GROUP 363 BROADWAY 16TH FLOOR 363 Broadway 16th Floor WINNIPEG, MANITOBER R3C 3N9, WINNIPEG, MANITOBER R3C 3N9, CA 01082004 No Chg-P CR2E034 (10/03) DO NOT WRITE IN THIS SPACE Applied For 4. FEI Number NOT APPLICABLE Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Name and Address of Current Registered Agent CORPORATION SERVICE COMPANY DO NOT WRITE 1201 HAYS STREET TALLAHASSEE, FL 32301-2525 IN THIS SPACE 8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. SIGNATURE. Signature, typed or printed name of registered agent and title if applicable. (NOTE. Registered Agent signature required when reinstating) 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 Trust Fund Contribution. After May 1, 2004 Fee will be \$550.00 Added to Fees 10. OFFICERS AND DIRECTORS TITLE **SCFO** SOENEN, RICK NAME STREET ADDRESS 16TH FLOOR, 363 BROADWAY CITY-ST-ZIP WINNIPEG, MANITOBA R3C 3N9, PCFO TITLE NAME CORNICK, BRIAN STREET ADDRESS 16TH FLOOR, 363 BROADWAY U00000053730 02/16/04-80143-018 150.<u>00</u> CITY-ST-ZIP WINNIPEG, MANITOBA R3C 3N9, TITLE NAME SIMKIN, BERNARD STREET ADDRESS. 17702 CIRCA ORIENTE DO NOT WRITE CITY-ST-2IP RANCHO SANTA FE, CA 92067 IN THIS SPACE TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME

12. 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 report or supplemental 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 employered to execute this report as required by Chapter 607, Florida Statutes, and that my name appears in Block 10 or Block 11 if changed, or on an attachent with an address. with all other like empowered.

SIGNATURE:

STREET ADDRESS CITY+ST-7IP TITLE NAME STREET ADDRESS

FEBRUARY 4,2004

(204) 934-1900