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Mar 25 1998 8:00am  
Secretary of State

PROFIT  
CORPORATION  
ANNUAL REPORT  
1998



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

DOCUMENT # F97000004859 (1)

1. Corporation Name

ATLANTIC BLVD. OF WASHINGTON, INC.



Principal Place of Business

Mailing Address

1066 WEST HASTINGS #1400  
VANCOUVER BC CANADA V6E 3X1

1066 WEST HASTINGS #1400  
VANCOUVER BC CANADA V6E 3X1

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

09/17/1997

2. Principal Place of Business

2a. Mailing Address

21 151 Finch Pl. SW

26 151 Finch Pl. SW

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22 Suite A

27 Suite A

23 Bainbridge Is., WA

28 Bainbridge Is., WA

Zip

Zip

Country

Country

24 98110

25 USA

29 98110

30 USA

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CORPORATION SERVICE COMPANY  
1201 HAYS STREET  
TALLAHASSEE FL 32301-2525

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

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.

SIGNATURE

Signature typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE PTD  
NAME GRAY, GARY M  
STREET ADDRESS 1066 W HASTINGS #1400  
CITY-ST-ZIP VANCOUVER CANADA

TITLE VSD  
NAME GRAY, MARK  
STREET ADDRESS 1066 W HASTINGS #1400  
CITY-ST-ZIP VANCOUVER CANADA

TITLE VT  
NAME WEILAND, BRUCE P  
STREET ADDRESS 151 FINCH PLACE SW  
CITY-ST-ZIP BAINBRIDGE ISLAND WA

TITLE D  
NAME DUNLAP, GEORGE C  
STREET ADDRESS 1445 ROSS AVENUE STE 3200  
CITY-ST-ZIP DALLAS TX

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE  
1.2 NAME  
1.3 STREET ADDRESS  
1.4 CITY-ST-ZIP

2.1 TITLE  
2.2 NAME  
2.3 STREET ADDRESS  
2.4 CITY-ST-ZIP

3.1 TITLE  
3.2 NAME  
3.3 STREET ADDRESS  
3.4 CITY-ST-ZIP

4.1 TITLE  
4.2 NAME  
4.3 STREET ADDRESS  
4.4 CITY-ST-ZIP

5.1 TITLE  
5.2 NAME  
5.3 STREET ADDRESS  
5.4 CITY-ST-ZIP

6.1 TITLE  
6.2 NAME  
6.3 STREET ADDRESS  
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)