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

appears in Block 12 or Block 13 if changed.

PROFIT ELORIDA DEPARAMENT OF STATE CORPORATION Sandra B. Mortham ANNUAL REPORT FILED Secretary of State 1997 DIVISION OF CORPORATIONS 97 APR 30 PH 1: 36 POCUMENT # H05099 (7)SECRETARY OF STATE TALLAHASSEE, FLORIDA RED BARON AVIATION, INC. Principal Place of Business Mailing Address 8488 WEST HILLSBOROUGH AVENUE 8488 WEST HILLSBOROUGH AVENUE **SUITE 224** SUITE 224 TAMPA FL 33615-3808 TAMPA FL 33815 3a. Date of Last Report 3. Date Incorporated or Qualified 05/01/1996 05/24/1984 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 59-2412959 21 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 Trust Fund Contribution Added to Fees 28 Zip Country Country 8. This corporation has liability for intangible tax under s. 199.032, Yes No 24 25 29 30 Florida Statutes 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent GALLOPS, MYRLE B. 81 4623 BAYCREST DR Street Address (P.O. Box Number is Not Acceptable) 82 **TAMPA FL 33615** 83 64 City Zip Code 85 11. Pursuant to the provisions of Sections 607.05.02 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 proted name of registered agent and tille it applicable (NOTE: Registered Agent signature required when relistating) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 (96/6) 12. OFFICERS AND DIRECTORS 13. DELETE Change Addition TITLE 1.1 THE GALLOPS, KIMMIE C. 1.2 NAME NAME CR2E034 8445 FLAGSTONE DR STREET ADDRESS 1.3 STREET ADDRESS TAMPA FL 1.4 CITY - ST - ZIF CITY-ST-ZIP DELFTE Change Addition TITLE 2.1 TITLE GALLOPS, MYRLE B. NAME 2.2 NAME 000002164640---1 4623 BAYCREST DR -05/02/97--01133--006 STREET ADDRESS 2.3 STREET ADDRESS TAMPA FL ****495.00 CITY-ST-ZIP 2 4 CHY-ST-2IP DELETE TITLE 3111116 3.2 NAME NAME STREET ADDRESS 3.3 STHEET ADDRESS CITY-ST-ZIP 3.4. 0(1Y-ST-Z)P DELETE Change Addition TITLE 4.1 TITLE NAME 4. 2 NAMI STREET ADDRESS 4.3 STREET ADDRESS CITY-ST-ZIP 4.4 CITY - ST - ZIP DELETE Change Addition TITLE 51 TITLE NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY - ST - ZIP 5.4 CITY - ST - 2IP DELETE TITLE 6.1 TITLE NAME 6.2 NAME STREET ADDRESS 63 STREET ADDRESS CITY-ST-ZIP 6.4 CHY-ST-2IP 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 logal effect as if made under eath, 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

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