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FILED  
Mar 14 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
<b>DOCUMENT # H60942 (0)</b> 1. Corporation Name <b>REALCORP EQUITIES GROUP, INC.</b>			
Principal Place of Business <b>1497 FOREST HILL BLVD. G WEST PALM BEACH FL 33406 US</b>		Mailing Address <b>1497 FOREST HILL BLVD. G WEST PALM BEACH FL 33406-6052 US</b>	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29	
9. Name and Address of Current Registered Agent <b>CARP, MICHAEL T. 8497 FOREST HILL BLVD SUITE G WEST PALM BEACH FL 33406</b>		10. Name and Address of New Registered Agent 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 renewing) DATE			
12. OFFICERS AND DIRECTORS TITLE P NAME <b>CARP, MICHELE</b> <input type="checkbox"/> DELETE STREET ADDRESS <b>1497 FOREST HILL BLVD. SUITE G</b> CITY-ST-ZIP <b>WEST PALM BEACH FL</b> TITLE STD NAME <b>KENNEDY, FRANCINE</b> <input type="checkbox"/> DELETE STREET ADDRESS <b>1497 FOREST HILL BLVD. SUITE G.</b> CITY-ST-ZIP <b>WEST PALM BEACH FL</b> TITLE D NAME <b>KENNEDY, THOMAS F.</b> <input type="checkbox"/> DELETE STREET ADDRESS <b>1497 FOREST HILL BLVD. SUITE G</b> CITY-ST-ZIP <b>WEST PALM BEACH FL</b> TITLE D NAME <b>CARP, MICHAEL T.</b> <input type="checkbox"/> DELETE STREET ADDRESS <b>1497 FOREST HILL BLVD. SUITE G</b> CITY-ST-ZIP <b>WEST PALM BEACH FL</b> TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY-ST-ZIP TITLE <input type="checkbox"/> DELETE NAME STREET ADDRESS CITY-ST-ZIP		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP 2.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP 3.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP 4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP 5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP 6.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	
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 in this filing, or on an attachment with an address			



SIGNATURE:

11/11/97 04-434-1300

CR2E034 (9/96)