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Apr 30 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # H84838 (2)
1. Corporation Name
CLASSIC PAINTS, INC.



Principal Place of Business Mailing Address
% DONNA M. DUTTON % DONNA M. DUTTON
1610 CYPRESS DRIVE 1610 CYPRESS DRIVE
JUPITER FL 33469 JUPITER FL 33469-3139

3. Date Incorporated or Qualified 11/07/1985 3a. Date of Last Report 05/01/1996
4. FEI Number 59-2612315 Applied For Not Applicable
5. Certificate of Status Desired \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business 2a. Mailing Address
21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.
22 City & State 27 City & State
23 Zip Country 28 Zip Country
24 25 29 30

9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent
DUTTON, DONNA M. 81 Name
1610 CYPRESS DRIVE 82 Street Address (P.O. Box Number is Not Acceptable)
JUPITER FL 33469 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 (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE PD 1.1 TITLE
NAME DUTTON, JAMES ANDREW 1.2 NAME
STREET ADDRESS 5403 PENNOCK POINT ROAD 1.3 STREET ADDRESS
CITY-ST-ZIP JUPITER FL 1.4 CITY-ST-ZIP
TITLE STD 2.1 TITLE
NAME DUTTON, DONNA M. 2.2 NAME
STREET ADDRESS 5403 PENNOCK POINT ROAD 2.3 STREET ADDRESS
CITY-ST-ZIP JUPITER FL 2.4 CITY-ST-ZIP
TITLE VD 3.1 TITLE
NAME DUTTON, JAMES ALBERT 3.2 NAME
STREET ADDRESS 261 MAPLECREST 3.3 STREET ADDRESS
CITY-ST-ZIP JUPITER FL 3.4 CITY-ST-ZIP
TITLE VD 4.1 TITLE
NAME DUTTON, LAWRENCE ARTHUR 4.2 NAME
STREET ADDRESS 500 W. WHITNEY DRIVE 4.3 STREET ADDRESS
CITY-ST-ZIP JUPITER FL 4.4 CITY-ST-ZIP
TITLE 5.1 TITLE
NAME 5.2 NAME
STREET ADDRESS 5.3 STREET ADDRESS
CITY-ST-ZIP 5.4 CITY-ST-ZIP
TITLE 6.1 TITLE
NAME 6.2 NAME
STREET ADDRESS 6.3 STREET ADDRESS
CITY-ST-ZIP 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 if changed, or on an attachment with an address.

SIGNATURE: 4/25/97 (54) DUTTON, DONNA M.

CR2E034 (9/96)