

5-13-97 B-7109 -nc  
FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED  
May 13 1997 8:00am  
Secretary of State

|  |   |  |
|--|---|--|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br>1997 |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |
|--|---|--|

DOCUMENT # **H86425** (6)  
1. Corporation Name  
**PENDLETON PRODUCTIONS, INC.**

|  |   |
|--|---|
| Principal Place of Business<br><b>% J. PENDLETON GAINES<br/>1405 DOLIVE DRIVE<br/>ORLANDO FL 32803</b> | Mailing Address<br><b>% J. PENDLETON GAINES<br/>1405 DOLIVE DRIVE<br/>ORLANDO FL 32803-1907</b> |
|--|---|



|   |  |   |  |  |  |
|---|--|---|--|--|--|
| 2. Principal Place of Business<br>21 Suite, Apt. #, etc.<br>22 City & State<br>23 Zip<br>24 Country   |  | 2a. Mailing Address<br>26 Suite, Apt. #, etc.<br>27 City & State<br>28 Zip<br>29 Country  |  | 3. Date Incorporated or Qualified<br><b>11/15/1985</b>   | 3a. Date of Last Report<br><b>04/23/1986</b> |
| 4. FET Number<br><b>59-2623669</b>  |  | 5. Certificate of Status Desired<br><input type="checkbox"/> \$8.75 Additional Fee Required   |  | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees |  |
| 7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes<br><input type="checkbox"/> Yes <input type="checkbox"/> No |  | 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes<br><input type="checkbox"/> Yes <input type="checkbox"/> No |  |  |  |

|   |  |   |  |
|---|--|---|--|
| 9. Name and Address of Current Registered Agent<br><b>GAINES, J. PENDLETON<br/>1405 DOLIVE DR.<br/>ORLANDO FL 32803</b> |  | 10. Name and Address of New Registered Agent<br>81 Name<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City<br>85 Zip Code<br><b>FL</b> |  |
|---|--|---|--|

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 fee if applicable) (NOTE: Registered Agent signature required when reinstating) (DATE)

| 12. OFFICERS AND DIRECTORS                 |                                 | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |   |
|--|---------------------------------|---|---|
| TITLE<br><b>PD</b>                         | <input type="checkbox"/> DELETE | 1.1 TITLE<br><b>GAINES, DAVIS PENDLETON</b>           | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME<br><b>GAINES, DAVIS PENDLETON</b>     |                                 | 1.2 NAME  |   |
| STREET ADDRESS<br><b>1405 DOLIVE DRIVE</b> |                                 | 1.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP<br><b>ORLANDO FL 32803</b>     |                                 | 1.4 CITY-ST-ZIP                                       |   |
| TITLE<br><b>STD</b>                        | <input type="checkbox"/> DELETE | 2.1 TITLE<br><b>GAINES, J. PENDLETON</b>              | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME<br><b>GAINES, J. PENDLETON</b>        |                                 | 2.2 NAME  |   |
| STREET ADDRESS<br><b>1405 DOLIVE DRIVE</b> |                                 | 2.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP<br><b>ORLANDO FL 32803</b>     |                                 | 2.4 CITY-ST-ZIP                                       |   |
| TITLE<br><b>VD</b>                         | <input type="checkbox"/> DELETE | 3.1 TITLE<br><b>GAINES, STELLA D.</b>                 | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME<br><b>GAINES, STELLA D.</b>           |                                 | 3.2 NAME  |   |
| STREET ADDRESS<br><b>1405 DOLIVE DRIVE</b> |                                 | 3.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP<br><b>ORLANDO FL 32803</b>     |                                 | 3.4 CITY-ST-ZIP                                       |   |
| TITLE                                      | <input type="checkbox"/> DELETE | 4.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                                       |                                 | 4.2 NAME  |   |
| STREET ADDRESS                             |                                 | 4.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP                                |                                 | 4.4 CITY-ST-ZIP                                       |   |
| TITLE                                      | <input type="checkbox"/> DELETE | 5.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                                       |                                 | 5.2 NAME  |   |
| STREET ADDRESS                             |                                 | 5.3 STREET ADDRESS                                    |   |
| CITY-ST-ZIP                                |                                 | 5.4 CITY-ST-ZIP                                       |   |
| TITLE                                      | <input type="checkbox"/> DELETE | 6.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 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 to this address.

SIGNATURE: *J. Pendleton Gaines* - 4-28-97

CR2E034 (9/96)