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Feb 09 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 # J40488 (5) 1. Corporation Name DIXIE QUEEN CHARTERS, INC.					
Principal Place of Business 836 ISLAND WAY CLEARWATER FL 34630-1825			Mailing Address 836 ISLAND WAY CLEARWATER FL 34630-1825		
2. Principal Place of Business 21 836 Island Way Suite, Apt. #, etc.		2a. Mailing Address 26 836 Island Way Suite, Apt. #, etc.		3. Date Incorporated or Qualified 11/01/1986	
22 City & State 23 Clearwater, FL Zip 33767 Country US		27 City & State 28 Clearwater, FL Zip 33767 Country US		4. FEI Number 59-2731743 Applied For Not Applicable	
24 33767 US		29 33767 US		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
9. Name and Address of Current Registered Agent PONTRELLO, WM. G. 635 COURT ST CLEARWATER FL 33516		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 reinstalling) DATE					
12. OFFICERS AND DIRECTORS TITLE P NAME SPAULDING, DAVID T. STREET ADDRESS 836 ISLAND WAY CITY-ST-ZIP CLEARWATER FL [ ] DELETE			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE P 1.2 NAME Spaulding, David T. 1.3 STREET ADDRESS 836 Island Way 1.4 CITY-ST-ZIP Clearwater, FL 33767 [ ] Change [ ] Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP [ ] DELETE			2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP [ ] Change [ ] Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP [ ] DELETE			3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP [ ] Change [ ] Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP [ ] DELETE			4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP [ ] Change [ ] Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP [ ] DELETE			5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP [ ] Change [ ] Addition		
TITLE NAME STREET ADDRESS CITY-ST-ZIP [ ] DELETE			6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP [ ] Change [ ] Addition		

SIGNATURE: David T. Spaulding

1/27/98 (813) 446-7666

CR2E034 (10/97)