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May 06 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 # J80462

(1)

1. Corporation Name
NAPIER & NAPIER, INC.



Principal Place of Business

19036 BREWER RD.
LAND O LAKES FL 34639

Mailing Address

19036 BREWER RD.
LAND O LAKES FL 34639-2521

2. Principal Place of Business

21 1535 Gardner Drive
Suite, Apt. #, etc.

22 City & State

23 Lutz, FL

24 33549

Country

25 USA

2a. Mailing Address

26 1535 Gardner Drive
Suite, Apt. #, etc.

27 City & State

28 Lutz, FL

29 33549

Country

30 USA

9. Name and Address of Current Registered Agent

NAPIER, RUSSELL L., JR.
19036 BREWER ROAD
LAND O LAKES FL 34639

3. Date Incorporated or Qualified
06/30/1987

3a. Date of Last Report
02/23/1996

4. FEI Number
59-2819962

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. 193.032,
Florida Statutes

Yes No

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)
1535 Gardner Drive

83

84 City Lutz

FL

85 Zip Code

33549

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

Russell L. Napier, Jr.

Russell L. Napier, Jr.

4-28-97

Signature typed or printed name of registered agent and applicable

(NOTE: Registered Agent Signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE PD
NAME NAPIER, RUSSELL L. JR.
STREET ADDRESS 19036 BREWER RD.
CITY-ST-ZIP LAND O LAKES FL

DELETE

TITLE STD
NAME NAPIER, SUSAN K.
STREET ADDRESS 19036 BREWER RD.
CITY-ST-ZIP LAND O LAKES FL

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE Change Addition

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY-ST-ZIP

1535 Gardner Drive
Lutz, FL 33549

2.1 TITLE

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY-ST-ZIP

1535 Gardner Drive
Lutz, FL 33549

3.1 TITLE

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY-ST-ZIP

4.1 TITLE

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY-ST-ZIP

5.1 TITLE

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

6.1 TITLE

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 if changed, or on an attachment with an address.

Russell L. Napier, Jr.

Russell L. Napier, Jr.

4-28-97

(813) 241-8533

CR2E034 (9/96)