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Apr 23 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 # J94514 (3)
1. Corporation Name
PRISTINE DEVELOPMENT, INC.



Principal Place of Business
3795 41ST LANE S.
BUILDING 68A
ST. PETERSBURG FL 33711-3852

Mailing Address
3795 41ST LANE S.
BUILDING 68A
ST. PETERSBURG FL 33711-4027

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 09/29/1987		3a. Date of Last Report 02/08/1996	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 59-3033149		Applied For Not Applicable	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent GEORGE L. HAYES, III SERVICES I 696 FIRST AVE N. SUITE 303 ST. PETERSBURG FL 33701				10. Name and Address of New Registered Agent			
				81	Name John R. Cappa		
				82	Street Address (P.O. Box Number is Not Acceptable) 1229 CENTRAL AVE		
				83			
				84	City St. Petersburg	85	Zip Code 33705

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 *John R. Cappa* DATE 4-15-97
(NOTE: Registered Agent signature required when re-registering)

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	SD	NAME	RIE, CLAUDE	1.1 TITLE			
STREET ADDRESS	696 1ST AVE. N., STE 303			1.2 NAME			
CITY-ST-ZIP	ST. PETERSBURG FL			1.3 STREET ADDRESS			
TITLE	PD	NAME	GRILLI, MARIO	1.4 CITY-ST-ZIP			
STREET ADDRESS	696 1ST AVE. N., STE 303			2.1 TITLE			
CITY-ST-ZIP	ST. PETERSBURG FL			2.2 NAME			
TITLE	D	NAME	GRILLI, PAOLO	2.3 STREET ADDRESS			
STREET ADDRESS	696 1ST AVE. N., STE 303			2.4 CITY-ST-ZIP			
CITY-ST-ZIP	ST. PETERSBURG FL			3.1 TITLE			
TITLE		NAME		3.2 NAME			
STREET ADDRESS				3.3 STREET ADDRESS			
CITY-ST-ZIP				3.4 CITY-ST-ZIP			
TITLE		NAME		4.1 TITLE			
STREET ADDRESS				4.2 NAME			
CITY-ST-ZIP				4.3 STREET ADDRESS			
TITLE		NAME		4.4 CITY-ST-ZIP			
STREET ADDRESS				5.1 TITLE			
CITY-ST-ZIP				5.2 NAME			
TITLE		NAME		5.3 STREET ADDRESS			
STREET ADDRESS				5.4 CITY-ST-ZIP			
CITY-ST-ZIP				6.1 TITLE			
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: *John R. Cappa*

CR2E034 (9/96)