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Mar 19 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 # K30816

(8)

1. Corporation Name  
HEAD GEAR II, INC.

Principal Place of Business  
123 ST. GEORGE ST.  
#1  
ST. AUGUSTINE FL 32084

Mailing Address  
123 ST. GEORGE ST.  
#1  
ST. AUGUSTINE FL 32084

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 08/11/1988	
4. FEI Number 59-2910911	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business		2a. Mailing Address	
21 Suite, Apt. #, etc. Same	26 Suite, Apt. #, etc. Same	27 City & State	28 City & State
23 Zip	29 Zip	Country	Country
24	25	30	31

g. Name and Address of Current Registered Agent

SNEDEKER, ERIC  
123 ST. GEORGE ST  
SHOP I  
ST. AUGUSTINE FL 32084

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	FL

10. Name and Address of New Registered Agent

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	P	1.1 TITLE	P
NAME	BARO, ELISE S	1.2 NAME	Snedeker, Eric D
STREET ADDRESS	372 N CROSSBEAM DR	1.3 STREET ADDRESS	Baro, Elise S
CITY-ST-ZIP	CASSELBERRY FL	1.4 CITY-ST-ZIP	St Augustine FL 32084
TITLE	V	2.1 TITLE	V
NAME	SNEDEKER, ERIC	2.2 NAME	Baro, Elise S
STREET ADDRESS	123 ST GEORGE ST	2.3 STREET ADDRESS	372 N. Crossbeam Dr
CITY-ST-ZIP	ST. AUGUSTINE FL	2.4 CITY-ST-ZIP	Casselberry, FL
TITLE		3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		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 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 in an attachment with an address.

SIGNATURE: Eric Snedeker 3/13/98 904-824-5286

CR2E034 (10/97)