FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED Apr 02 1998 8:00am **PROFIT** FLORIDA DEPARTMENT OF STATE CORPORATION Sandre B. Mortham ANNUAL REPORT Secretary of State Secretary of State DIVISION OF CORPORATIONS 1998 DOCUMENT # K54547 (0) SUN CITY SHELL, INC. Principal Place of Business Mailing Address 3839 COUNTY ROAD 48 3839 COUNTY ROAD 48 P.O. BOX 490697 P.O. BOX 490697 LEESBURG FL 34749 LEESBURG FL 34749 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 12/27/1988 4. FEI Number 2. Principal Place of Business 2a. Mailing Address 65-0097533 21 26 Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 6. Certificate of Status Desired Fee Required 22 27 City & State \$5.00 May Be City & State 6. Election Campaign Financing 23 28 Trust Fund Contribution Added to Fees Zip Country Zip Country 8. This corporation owes or has paid the current year Intangible 24 Personal Property Tax due June 30. X Yes 25 29 30 9, Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent HEWITT, HOWARD H. 81 2908 PORTO BELLO AVENUE Street Address (P.O. Box Number is Not Acceptable) 82 LEESBURG FL 34748 83 84 City 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 reinstating) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. OFFICERS AND DIRECTORS 13. TITLE DELETE 1.1 TITLE Change HEWITT, HOWARD NAME 1.2 NAME 2908 PORTO BELLO AVE. 1.3 STREET ADDRESS STREET ADDRESS LEESBURG FL CITY-ST-ZIP 14 CITY - ST - ZIP Change DELETE 2.1 TITLE TITLE HEWITT, SARA L. 2.2 NAME 2908 PORTO BELLO AVE STREET ADDRESS 2.3 STREET ADDRESS LEESBURG FL CITY-ST-ZIP 2. 4 CITY-ST-ZIP DELETE 3.1 TITLE TITLE NAME 3.2 NAME STREET ADDRESS 3.3 STREET ADDRESS 3.4. CITY-ST-ZIP CITY-ST-ZIP DELETE TITLE 4.1 TITLE Change NAME 4. 2 NAME STREET ADDRESS 4.3 STREET ADDRESS

14. Thereby 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 supplier ental 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 attachyrom with an address.

SIGNATURE:

3-27-98

333-387-36-57

4.4 CITY-ST-ZIP

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP

5.1 TITLE

5.2 NAME

6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

City-St-ZIP

CITY-ST-ZIP

TITLE

NAME STREET ADDRESS

TITLE

DELETE

DELETE

Addition

Addition

Addition

Addition

Addition

Addition

Change

Change

Applied For

Not Applicable