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Mar 21 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 # K63803 (6)  
1. Corporation Name  
OCEAN DESIGN, INC.



Principal Place of Business

Mailing Address

P AVIATOR WAY  
ORMOND BEACH FL 32174  
US

P AVIATOR WAY  
ORMOND BEACH FL 32174  
US

|                                                                                                                                                  |                                       |
|--------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------|
| 3. Date Incorporated or Qualified<br>02/07/1989                                                                                                  | 3a. Date of Last Report<br>05/01/1996 |
| 4. FEI Number<br>59-2932709                                                                                                                      | Applied For<br>Not Applicable         |
| 5. Certificate of Status Desired <input type="checkbox"/>                                                                                        | \$8.75 Additional Fee Required        |
| 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                               | \$5.00 May Be Added to Fees           |
| 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No |                                       |

|                                                                                                                                        |                                                                                                                             |                           |
|----------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|---------------------------|
| 2. Principal Place of Business<br>21 9 Aviator Way<br>Suite, Apt. #, etc.<br>22 City & State<br>23 Ormond Beach, FL<br>Zip<br>24 32174 | 2a. Mailing Address<br>26 9 Aviator Way<br>Suite, Apt. #, etc.<br>27 City & State<br>28 Ormond Beach, FL<br>Zip<br>29 32174 | Country<br>25 US<br>30 US |
|----------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|---------------------------|

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CAIRNS, JAMES L.  
403 S ATLANTIC AVE  
ORMOND BCH FL

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

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

For officer, type the name of the registered agent and title, if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

|                            |                          |                                                       |                          |
|----------------------------|--------------------------|-------------------------------------------------------|--------------------------|
| 12. OFFICERS AND DIRECTORS |                          | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                          |
| TITLE                      | PD                       | 1.1 TITLE                                             | C                        |
| NAME                       | CAIRNS, JAMES L.         | 1.2 NAME                                              | Cairns, James L.         |
| STREET ADDRESS             | 403 S ATLANTIC AVE       | 1.3 STREET ADDRESS                                    | 403 S Atlantic Ave.      |
| CITY - ST - ZIP            | ORMOND BCH FL            | 1.4 CITY - ST - ZIP                                   | Ormond Beach, FL 32174   |
| TITLE                      | DV                       | 2.1 TITLE                                             | DV                       |
| NAME                       | FOLVIG, JOHN A.          | 2.2 NAME                                              | Folvig, John A.          |
| STREET ADDRESS             | 752 MARINA POINT         | 2.3 STREET ADDRESS                                    | 752 Marina Point         |
| CITY - ST - ZIP            | DAYTONA BCH. FL          | 2.4 CITY - ST - ZIP                                   | Daytona Beach, FL 32114  |
| TITLE                      | DV                       | 3.1 TITLE                                             | DP                       |
| NAME                       | VOLLMAR, MICHAEL S.      | 3.2 NAME                                              | Vollmar, Michael S.      |
| STREET ADDRESS             | 1947 SPRUCE CREEK CIRCLE | 3.3 STREET ADDRESS                                    | 1947 Spruce Creek Circle |
| CITY - ST - ZIP            | DAYTONA BEACH FL         | 3.4 CITY - ST - ZIP                                   | Daytona Beach, FL 32124  |
| TITLE                      |                          | 4.1 TITLE                                             | D                        |
| NAME                       |                          | 4.2 NAME                                              | Revelle, William         |
| STREET ADDRESS             |                          | 4.3 STREET ADDRESS                                    | 2302 Orriengton Ave.     |
| CITY - ST - ZIP            |                          | 4.4 CITY - ST - ZIP                                   | Evanston, IL 60201       |
| TITLE                      |                          | 5.1 TITLE                                             | D                        |
| NAME                       |                          | 5.2 NAME                                              | Cairns, Robert           |
| STREET ADDRESS             |                          | 5.3 STREET ADDRESS                                    | Box 137, RD #1           |
| CITY - ST - ZIP            |                          | 5.4 CITY - ST - ZIP                                   | Ellwood City, PA 16117   |
| TITLE                      |                          | 6.1 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 set forth 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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

March 7, 1997 (904)673-3575

Date

Daytime Phone

0513470

CR2E034 (9/96)