

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

FILED
May 15 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # K71489 (4)

1. Corporation Name
**EXECUTIVE LIMOUSINES OF SARASOTA, INC. (FORMERLY)
 NOW: BERLIN HOLDINGS, INC.**



Principal Place of Business 1027 N. WASHINGTON BLVD SARASOTA FL 34236	Mailing Address 435 S GULFSTREAM AVENUE SUITE 207 SARASOTA FL 34236 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 2451 Bee Ridge Road	2a. Mailing Address 26 2451 Bee Ridge Road	3. Date incorporated or Qualified 03/09/1989	4. FEI Number 65-0102689	Applied For <input type="checkbox"/> Not Applicable
22 Suite, Apt. #, etc.	27 Suite, Apt. #, etc.	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
23 City & State Sarasota, Florida	28 City & State Sarasota, Florida	24 Zip 34239	25 Country USA	29 Zip 34239
		30 Country USA		

9. Name and Address of Current Registered Agent

**JACKSON, JAMES R.
 435 S GULFSTREAM AVENUE
 SUITE 207
 SARASOTA FL 34236**

10. Name and Address of New Registered Agent

81 Name
~~Jeffrey A. Grebe~~ **John L. Moore**

82 Street Address (P.O. Box Number is Not Acceptable)
Williams, Parker, Harrison, Attorneys

83 **200 South Orange Avenue**

84 City
Sarasota

85 Zip Code
FL 34236

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  DATE **4/09/98**

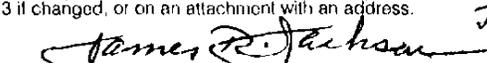
12. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD BERLIN, FRANK G 435 S GULFSTREAM, SUITE 207 SARASOTA FL	<input checked="" type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPD BERLIN, FRANK G JR 435 S GULFSTREAM, SUITE 207 SARASOTA FL	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VPTD JACKSON, JAMES R 435 S GULFSTREAM, SUITE 207 SARASOTA FL	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP	S MARKEY, EILEEN M 435 S GULFSTREAM, SUITE 207 SARASOTA FL	<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> DELETE
TITLE NAME STREET ADDRESS CITY-ST-ZIP		<input type="checkbox"/> DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	PD Ronald E. Koepsel 1515 Ringling Boulevard Sarasota, Florida 34236	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	2451 Bee Ridge Road Sarasota, Florida 34239	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	2451 Bee Ridge Road Sarasota, Florida 34239	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	2451 Bee Ridge Road Sarasota, Florida 34239	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP		<input type="checkbox"/> Change <input type="checkbox"/> Addition

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 on an attachment with an address.

SIGNATURE:  DATE: **04-07-98 (94) 911 9197**

CR2E034 (10/97)