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Jan 14 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 # K75819

(8)

1. Corporation Name VARNES ENTERPRISES, INC.



Principal Place of Business 7270 LEM TURNER ROAD JACKSONVILLE FL 32208 US

Mailing Address 7270 LEM TURNER ROAD JACKSONVILLE FL 32208-3339 US

3. Date Incorporated or Qualified 04/01/1989 3a. Date of Last Report 03/06/1996 4. FEI Number 59-2835073 5. Certificate of Status Desired \$8.75 Additional Fee Required 6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes [X] Yes [] No

2. Principal Place of Business 21-24 2b. Mailing Address 26-30

9. Name and Address of Current Registered Agent BRAZEAL, RANDALL G. 7270 LEM TURNER RD JACKSONVILLE FL 32208

10. Name and Address of New Registered Agent 81-85

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)

12. OFFICERS AND DIRECTORS Table with columns for Title, Name, Street Address, City, St, Zip. Includes entries for P BRAZEAL, RANDALL G and V BRAZEAL, SUSAN.

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 Table with columns for Title, Name, Street Address, City, St, Zip. Includes checkboxes for Change and Addition.

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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Randall G. Brazeal

1-6-97

904 765-5576

Date Daytime Phone #

CR2E034 (9/96)