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Mar 26 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 # L30350

(7)

1. Corporation Name
FITZGERALD MOTORS, INC.

Principal Place of Business
**27365 U.S. HWY 19 NORTH
CLEARWATER FL 34621-2940**

Mailing Address
**27365 U.S. HWY 19 NORTH
CLEARWATER FL 34621-2940**



3. Date Incorporated or Qualified **11/17/1989** 3a. Date of Last Report **05/01/1996**

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

Country

24

25

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

Country

29

30

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
1200 S. PINE ISLAND RD.
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 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 type: Type name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE	DP	<input type="checkbox"/> DELETE
NAME	SMITH, ROBERT J	
STREET ADDRESS	27365 US HWY 19 NORTH	
CITY - ST - ZIP	CLEARWATER FL	
TITLE	DVT	<input type="checkbox"/> DELETE
NAME	JENKINS, GARRY M.	
STREET ADDRESS	11411 ROCKVILLE PIKE	
CITY - ST - ZIP	KENSINGTON MD	
TITLE	D	<input type="checkbox"/> DELETE
NAME	CASH, JAMES W.	
STREET ADDRESS	11411 ROCKVILLE PIKE	
CITY - ST - ZIP	KENSINGTON MD	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	KOCH, WILLIAM H.	
STREET ADDRESS	11411 ROCKVILLE PIKE	
CITY - ST - ZIP	KENSINGTON MD	
TITLE	D	<input type="checkbox"/> DELETE
NAME	BENTZEN, MICHAEL P.	
STREET ADDRESS	1225 EYE ST. NW, #1010	
CITY - ST - ZIP	WASHINGTON DC	
TITLE	S	<input type="checkbox"/> DELETE
NAME	BARBER, JESSIE	
STREET ADDRESS	27365 US HIGHWAY 19 NORTH	
CITY - ST - ZIP	CLEARWATER FL	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY - ST - ZIP	
3.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	Director/Sec
3.3 STREET ADDRESS	
3.4 CITY - ST - ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Director
4.3 STREET ADDRESS	Dorothy M. Fitzgerald
4.4 CITY - ST - ZIP	11411 Rockville Pike Kensington, Md.
5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	AS Sec-Trs
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	AS Sec-Trs
6.3 STREET ADDRESS	
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 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:

Sandra B. Mortham
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/20/97

813-799-1800

Date

Daytime Phone #

CR2E034 (9/96)