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

PROFIT CORPORATION ANNUAL REPORT 1998

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
98 JAN -5 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # L35193 (6)

1. Corporation Name
STERLING GRACE CORPORATION

Principal Place of Business
% JOHN S. GRACE
1940 S OCEAN BLVD
MANALAPAN FL 33462

Mailing Address
C/O JOHN GRACE
P.O. BOX 163
GLEN HEAD NY 11545
US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business
21
Suite, Apt #, etc
22
City & State
23
Zip 24 Country 25

2a. Mailing Address
26
Suite, Apt #, etc
27
City & State
28
Zip 29 Country 30

3. Date Incorporated or Qualified
11/20/1989

4. FEI Number
22-3035226
[ ] Applied For
[ ] Not Applicable

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 owes or has paid the current year Intangible Personal Property Tax due June 30 [ ] Yes [ ] No

9. Name and Address of Current Registered Agent
GRACE, JOHN S.
1940 S OCEAN BLVD
MANALAPAN FL 33462

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

12. OFFICERS AND DIRECTORS

TITLE	D	[ ] DELETE
NAME	GRACE, JOHN S.	
STREET ADDRESS	1940 S OCEAN BLVD	
CITY-ST-ZIP	MANALAPAN FL	
TITLE	VP	[ ] DELETE
NAME	CLAPS, PATRICIA	
STREET ADDRESS	1940 S OCEAN BLVD	
CITY-ST-ZIP	MANALAPAN FL	
TITLE	C	[ ] DELETE
NAME	GRACE, JOHN S.	
STREET ADDRESS	1940 S OCEAN BLVD	
CITY-ST-ZIP	MANALAPAN FL	
TITLE	S	[ ] DELETE
NAME	MARTIN, ANNETTE	
STREET ADDRESS	1940 S. OCEAN BLVD.	
CITY-ST-ZIP	MANALAPAN FL	
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

800002394058--0
-01/08/98--01075--004
****150.00 ****150.00

1 1 TITLE		[ ] Change	[ ] Addition
1 2 NAME			
1 3 STREET ADDRESS			
1 4 CITY-ST-ZIP			
2 1 TITLE		[ ] Change	[ ] Addition
2 2 NAME			
2 3 STREET ADDRESS			
2 4 CITY-ST-ZIP			
3 1 TITLE		[ ] Change	[ ] Addition
3 2 NAME			
3 3 STREET ADDRESS			
3 4 CITY-ST-ZIP			
4 1 TITLE		[ ] Change	[ ] Addition
4 2 NAME			
4 3 STREET ADDRESS			
4 4 CITY-ST-ZIP			
5 1 TITLE		[ ] Change	[ ] Addition
5 2 NAME			
5 3 STREET ADDRESS			
5 4 CITY-ST-ZIP			
6 1 TITLE		[ ] Change	[ ] Addition
6 2 NAME			
6 3 STREET ADDRESS			
6 4 CITY-ST-ZIP			

CR2E034 (10/97)

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