
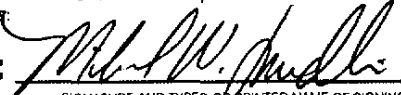


**FILE NOW: Fee after May 1, will be \$588.75**

|  |                           |  |   |   |  |
|--|---------------------------|--|---|---|--|
| LIMITED LIABILITY COMPANY<br>ANNUAL REPORT<br>1997   |                           |  <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |   | <b>FILED</b><br><b>97 JAN 28 PM 12:34</b><br><b>SECRETARY OF STATE</b><br><b>TALLAHASSEE, FLORIDA</b> |  |
| <b>FILING FEE</b><br><b>\$ 203.75</b>  |                           | Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee<br><b>Make Check Payable To: FLORIDA DEPARTMENT OF STATE</b>  |   |   |  |
| 1. Name and Mailing Address<br>of Limited Liability Company  |                           | <b>DOCUMENT #L95000000770</b>  |   |   |  |
| FLEXPHALT, L.C.<br>P.O. DRAWER 491356<br>LEESBURG FL 34749-1356  |                           | 1a. Principal Place of Business Address<br><br>2620 INDUSTRIAL STREET<br>LEESBURG FL 34748   |   |   |  |
| If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.   |                           |  |   |   |  |
| 2. Principal Place of Business   |                           | 2a. Mailing Address  |   | 3. Date Organized or Qualified  |  |
| Suite, Apt. #, etc.  |                           | Suite, Apt. #, etc.  |   | 10/12/1995  |  |
| City & State   |                           | City & State   |   | FL  |  |
| Zip  |                           | Country  |   | 4. FEI Number   |  |
|  |                           |  |   | 65-0622467  |  |
|  |                           |  |   | <input type="checkbox"/> Applied For  |  |
|  |                           |  |   | <input type="checkbox"/> Not Applicable   |  |
|  |                           |  |   | 5. Date of Last Report  |  |
|  |                           |  |   | 02/23/1996  |  |
|  |                           |  |   | 6. Certificate of Status Desired  |  |
|  |                           |  |   | <input type="checkbox"/> Not a Limited Liability Company  |  |
| 7. Name and Address of Current Registered Agent  |                           |  | 8. Name and Address of New Registered Agent   |   |  |
| HILL, JOE E<br>2620 W INDUSTRIAL ST<br>LEESBURG FL 34748   |                           |  | Name<br><br>Street Address (P.O. Box Number is Not Acceptable)<br><br>Suite, Apt. #, etc.<br><br>City<br><b>FL</b> Zip Code |   |  |
| 9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.   |                           |  |   |   |  |
| SIGNATURE _____ DATE _____<br>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)  |                           |  |   |   |  |
| 10. Title  | Managing Members/Managers | Business Street Address  |   | City, State and Zip Code  |  |
| MEM  | BITCON, LTD.              | 3111 UNIVERSITY DR, SUITE  |   | CORAL SPRINGS FL  |  |
| MEM  | J E HILL CONTRACTOR, I    | 2620 W INDUSTRIAL DR, SUIT   |   | LEESBURG FL   |  |
| MGR  | SPRADLIN, MICHAEL W       | 01300 SPRING LAKE ROAD   |   | FRUITLAND PARK FL   |  |
| 900002072089--2<br>-01/29/97--01034--006<br>****203.75 ****203.75  |                           |  |   |   |  |
| 11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(l), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address: |                           |  |   |   |  |
| SIGNATURE:  MICHAEL W. SPRADLIN 1-23-97 352 787-5897<br>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date Daytime Phone #  |                           |  |   |   |  |