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FILED
Apr 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 # L95500
 1. Corporation Name
ROSEDOWN PROPERTIES, INC.

Principal Place of Business: **7465 Old Palafox Hwy. Pensacola, Fl 32506**
 Mailing Address: **P.O. Box 10038 Pensacola, Fl 32524**

3. Date Incorporated or Qualified: **8/23/1990**
 3a. Date of Last Report: **1996**
 4. FEI Number: **59-3043206**
 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 has liability for intangible tax under s. 199.032, Florida Statutes: Yes No

2. Principal Place of Business: **7465 Old Palafox Hwy.**
 2a. Mailing Address: **P.O. Box 10038**
 21. State, Apt. #, etc.: **Fl 32503**
 26. State, Apt. #, etc.: **Fl 32524**
 22. City & State: **Pensacola, Fl 32503**
 27. City & State: **Pensacola, Fl 32524**
 23. City & State: **Pensacola, Fl 32503**
 28. City & State: **Pensacola, Fl 32524**
 24. Zip: **32503**
 25. Country: **Country**
 29. Zip: **32524**
 30. Country: **Country**

9. Name and Address of Current Registered Agent
WEBB, CHRIS R.
6160 N. Davis Hwy. #5
Pensacola, Fl 32504

10. Name and Address of New Registered Agent
 81 Name
 82 Street Address (P.O. Box Number is Not Acceptable)
 83
 84 City
 85 Zip Code: **FL**

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) DATE: _____

12. OFFICERS AND DIRECTORS

TITLE	<input type="checkbox"/> DELETE
NAME	D Webb, Chris R.
STREET ADDRESS	6160 N. Davis Hwy #5
CITY - ST - ZIP	Pensacola, Fl 32504
TITLE	<input type="checkbox"/> DELETE
NAME	D Moore, Donald W.
STREET ADDRESS	1005 Pearson Road
CITY - ST - ZIP	Milton, Fl 32583
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY - ST - ZIP	

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 type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY - ST - ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY - ST - ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY - ST - ZIP	

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4-14 JRT

14. I do hereby certify that the information supplied with this report does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information included 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 on Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: 
 SIGNATURE AND TITLE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: **Donald W. Moore**
 Date: _____ Daytime Phone #: _____

CR2E034 (9/96)