

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 15, 1999.
AMOUNT DUE ON OR BEFORE 09/15/99: \$61.25 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$236.25).

NONPROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # N96000005302

Corporation Name
THE KEY WEST HI-NOON LIONS FOUNDATION, INC.

Principal Place of Business
MARSHAN ROTH
3319 PEARL AVE.
KEY WEST FL 33040

Mailing Address
HI NOON LIONS
P.O. BOX 2163
KEY WEST FL 33040

FILED
Aug 19 1999 8:00am
Secretary of State



07/12/99 90015 ORR 61,85

1. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified
Suite, Apt. #, etc.	Suite, Apt. #, etc.	4. FEI Number
City & State	City & State	5. Certificate of Status Desired
Zip	Zip	6. Election Campaign Financing

8. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
ROTH, MARSHAN 3319 PEARL AVE. KEY WEST FL 33040	81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City, State, Zip Code

1. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE: Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when installing) DATE

2. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DP	1.1 TITLE	
NAME	ROTH, MARSHAN	1.2 NAME	
STREET ADDRESS	3319 PEARL AVE.	1.3 STREET ADDRESS	
CITY-STATE-ZIP	KEY WEST FL 33040	1.4 CITY-STATE-ZIP	
TITLE	D	2.1 TITLE	
NAME	HOWLEY, DENNIS	2.2 NAME	
STREET ADDRESS	1301 10TH STREET	2.3 STREET ADDRESS	
CITY-STATE-ZIP	KEY WEST FL 33040	2.4 CITY-STATE-ZIP	
TITLE	D	3.1 TITLE	
NAME	RODRIGUEZ, ARCADIO	3.2 NAME	
STREET ADDRESS	1300 JOHNSON STREET	3.3 STREET ADDRESS	
CITY-STATE-ZIP	KEY WEST FL 33040	3.4 CITY-STATE-ZIP	
TITLE	DS	4.1 TITLE	
NAME	RUSSELL, TERRESA	4.2 NAME	
STREET ADDRESS	3231 HARRIET ST.	4.3 STREET ADDRESS	
CITY-STATE-ZIP	KEY WEST FL 33040	4.4 CITY-STATE-ZIP	
TITLE	Thomas Laverden	5.1 TITLE	
NAME	# 2411 3920 S. Bowcott Blvd	5.2 NAME	
STREET ADDRESS	Key West, FL 33040	5.3 STREET ADDRESS	
CITY-STATE-ZIP		5.4 CITY-STATE-ZIP	

4. 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 register or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: SIGNATURE REQUIRED 7-4-99 (205) 294-5588

CR2E037 (5/99)