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| <b>NONPROFIT CORPORATION ANNUAL REPORT 1999</b>                                                   |  | <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Katherine Harris</b><br><b>Secretary of State</b><br><b>DIVISION OF CORPORATIONS</b> |  |
| <b>DOCUMENT # N98000006271</b>                                                                    |  |                                                                                                                               |  |
| <b>1. Corporation Name</b><br><b>GREAT PHYSICIAN MINISTRIES, INC.</b>                             |  |                                                                                                                               |  |
| <b>Principal Place of Business</b><br>1590 NORTHWEST 10TH AVENUE SUITE 201<br>BOCA RATON FL 33486 |  | <b>Mailing Address</b><br>1590 NORTHWEST 10TH AVENUE SUITE 201<br>BOCA RATON FL 33486                                         |  |

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS

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| <b>2. Principal Place of Business</b><br>21 1590 NW 10th Ave<br>Suite, Apt. #, etc.<br>22 Ste 304<br>City & State<br>23 Boca Raton, FL<br>Zip<br>24 33486 25 USA |  | <b>2a. Mailing Address</b><br>26 1590 NW 10th Ave<br>Suite, Apt. #, etc.<br>27 Ste 304<br>City & State<br>28 Boca Raton, FL<br>Zip<br>29 33486 30 USA |  | <b>3. Date Incorporated or Qualified</b><br>11/03/1998                                          |  |
| <b>4. FEI Number</b>                                                                                                                                             |  | <input checked="" type="checkbox"/> Applied For<br><input type="checkbox"/> Not Applicable                                                            |  | <b>5. Certificate of Status Desired</b> <input type="checkbox"/> \$8.75 Additional Fee Required |  |
| <b>6. Election Campaign Financing</b> <input type="checkbox"/> \$5.00 May Be Added to Fees                                                                       |  | <b>7. Election Campaign Financing</b> <input type="checkbox"/> \$5.00 May Be Added to Fees                                                            |  | <b>8. Election Campaign Financing</b> <input type="checkbox"/> \$5.00 May Be Added to Fees      |  |

|                                                                                                                                      |  |                                                                                                                                                         |  |
|--------------------------------------------------------------------------------------------------------------------------------------|--|---------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| <b>9. Name and Address of Current Registered Agent</b><br>LEON, CARMAN J JR.<br>411 EAST HILLSBORO BLVD.<br>DEERFIELD BEACH FL 33441 |  | <b>10. Name and Address of New Registered Agent</b><br>81 Name<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City FL 88 Zip Code |  |
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11. Pursuant to the provisions of Sections 617.0502 and 617.1506, 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 retaking)

DATE

| 12. OFFICERS AND DIRECTORS |                                     | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                   |
|----------------------------|-------------------------------------|-------------------------------------------------------|-------------------------------------------------------------------|
| TITLE                      | R D <input type="checkbox"/> DELETE | 1.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | SMITH, ANDREW                       | 1.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 1301 N.W. 13TH CT.                  | 1.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                | BOCA RATON FL 33486                 | 1.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      | S D <input type="checkbox"/> DELETE | 2.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | SMITH, MARGARET                     | 2.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 1301 N.W. 13TH CT.                  | 2.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                | BOCA RATON FL 33486                 | 2.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      | V D <input type="checkbox"/> DELETE | 3.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | AKER, ALAN                          | 3.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 2849 N. OCEAN BLVD.                 | 3.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                | GULF STREAM FL 33483                | 3.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      | <input type="checkbox"/> DELETE     | 4.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                                     | 4.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                                     | 4.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                                     | 4.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      | <input type="checkbox"/> DELETE     | 5.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                                     | 5.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                                     | 5.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                                     | 5.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      | <input type="checkbox"/> DELETE     | 6.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                                     | 6.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                                     | 6.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                                     | 6.4 CITY-ST-ZIP                                       |                                                                   |

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(f), 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 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: Andrew Smith 8/18/99 (561) 391-2878

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

DATE