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| <b>NONPROFIT CORPORATION ANNUAL REPORT 1999</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |  <b>FLORIDA DEPARTMENT OF STATE</b><br>Katherine Harris<br>Secretary of State<br>DIVISION OF CORPORATIONS |  |
| <b>DOCUMENT # N98000006740</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                                                                                                                            |  |
| 1. Corporation Name<br><b>CONNECTING WITH KIDS FOUNDATION, INC.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                                                                                                                            |  |
| Principal Place of Business<br>4417 WEST MELROSE AVE.<br>TAMPA FL 33629                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |  | Mailing Address<br>4417 WEST MELROSE AVE.<br>TAMPA FL 33629                                                                                                                                |  |
| 2. Principal Place of Business<br>21 Suits, Apt. #, etc.<br>22 City & State<br>23 Zip Country                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  | 2a. Mailing Address<br>25 Suits, Apt. #, etc.<br>27 City & State<br>28 Zip Country                                                                                                         |  |
| 3. Name and Address of Current Registered Agent<br><b>BROWN, KATHLEEN K</b><br><b>4417 WEST MELROSE AVE.</b><br><b>TAMPA FL 33629</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  | 15. Name and Address of New Registered Agent<br>81 Name<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City FL 85 Zip Code                                           |  |
| 11. Pursuant to the provisions of Sections 617.0502 and 617.1006, 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 <u>Kathleen K. Brown</u> DATE <u>9/10/99</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                                                                                                            |  |
| 12. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                                                                                                                            |  |
| 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                                                                                                                                                                                            |  |
| 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 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. |  |                                                                                                                                                                                            |  |

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS

99 NOV 18 PM 12:47

1. VOUCHER STATE DATED 09/10/99 (09/10/99 09/10/99)  
 6 616019-90008-20 9 9999



SIGNATURE:

Kathleen K. Brown  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

9/10/99

(813) 286-8929  
 (813) 254-9338

11/16/99

(813) 286-8929  
 (813) 254-9338

0007339

CR2E037 (5/99)

November 16, 1999

Mr. Sean Toner  
Senior Section Administrator  
Florida Department of State  
Division of Corporation  
PO Box 6327  
Tallahassee, Florida 32314

Dear Mr. Toner:

You will find the additional information requested from your letter dated October 21, 1999.

They are as follows:

Kathleen K. Brown  
Director: Chairperson and Founder

(D) Director/Chairperson and Founder

Betty Walter  
2936 Martha Lane  
Land of Lakes, Fl. 34639

Delete

Cecil C. Rush, Jr.  
4009 W. DeLeon Street  
Tampa, Florida 33609

Delete

Add:

Ann-Marie Bader  
3202 Colwell Avenue #115  
Tampa, Florida 33614

(D) Director/Vice-President

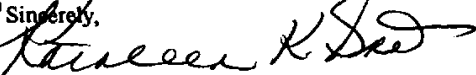
James (Jim) Pickett  
4013 Windtree Drive  
Tampa, Florida 33624-1216

(D) Director/Treasurer

These changes are reflected on the Document Enclosed.

Thank you for your consideration.

Sincerely,



Kathleen K. Brown