

2005 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P01000000985

Entity Name: RS GROUP OF COMPANIES, INC.

FILED
Apr 27, 2005
Secretary of State

Current Principal Place of Business:

200 YORKLAND BLVD.,#200
TORONTO ONTARIO M2J5C1
CANADA, XX

Current Mailing Address:

200 YORKLAND BLVD.,#200
TORONTO ONTARIO M2J5C1
CANADA, XX

New Principal Place of Business:

200 YORKLAND BLVD
200
TORONTO, ON M2J5C1 CA

New Mailing Address:

200 YORKLAND BLVD
200
TORONTO, ON M2J5C1 CA

FEI Number: 65-1082128

FEI Number Applied For ()

FEI Number Not Applicable ()

Certificate of Status Desired ()

Name and Address of Current Registered Agent:

LITTMAN, ERIC P
7695 SW 104TH ST., #210
MIAMI, FL 33156 US

Name and Address of New Registered Agent:

FOX ROTHSCHILD LLP
250 AUSTRALIAN AVENUE SOUTH
SUITE 1100
WEST PALM BEACH, FL 33401 US

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE: LAWRENCE COHEN

04/27/2005

Electronic Signature of Registered Agent

Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS:

Title: CEO () Delete
Name: HAMILTON, JOHN
Address: 17 CHARNWOOD ROAD
City-St-Zip: TORONTO ON. CANADA M3B 2P7,

Title: COO () Delete
Name: MIN, KENNETH
Address: 5354 TREE CREST COURT
City-St-Zip: MISSISSAUGA ON. CANADA, ON L5R

Title: CFO () Delete
Name: SANDERSON, DAVID
Address: 1360 HAMPTON STREET, #35
City-St-Zip: OAKVILLE ON. CANADA L6H 2S6,

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

Title: CEO (X) Change () Addition
Name: HAMILTON, JOHN
Address: 17 CHARNWOOD ROAD
City-St-Zip: TORONTO, ON M3B 2P7 CA

Title: PRES (X) Change () Addition
Name: MIN, KENNETH
Address: 892 CANYON STREET
City-St-Zip: MISSISSAUGA, ON L5H4L6 CA

Title: CFO (X) Change () Addition
Name: SANDERSON, DAVID
Address: 1360 HAMPTON STREET, #35
City-St-Zip: OAKVILLE, ON L6H 2S6 CA

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my electronic 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 above, or on an attachment with an address, with all other like empowered.

SIGNATURE: KENNETH MIN

PRES

04/27/2005

Electronic Signature of Signing Officer or Director

Date