2004 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Mar 19, 2004 8:00 am
Secretary of State

03-19-2004 90040 025 ***150.00

54019676

DOCUMENT # P02000117107

1. Entity Name
GLASSWORKS USA, INC.

Principal Place of Business	Mailing Address
1604 ELIZABETH AVE STE C WEST PALM BEACH, FL 33401-6970	1604 ELIZABETH AVE STE C WEST PALM BEACH, FL 33401-6970

2. Principal Place of Business		3. Mailing Address	
Suite, Apt. #, etc.		Suite, Apt. #, etc.	
City & State		City & State	
Zip	Country	Zip	Country

03112004 Chg-P CR2E034 (10/03)

4. FEI Number 47-0894717 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required

6. Name and Address of Current Registered Agent	7. Name and Address of New Registered Agent
FIROGENIS, STEVEN 1604 ELIZABETH AVE STE C WEST PALM BEACH, FL 33401-6970	Name Street Address (P.O. Box Number is Not Acceptable) City FL Zip Code

8. 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. I am familiar with, and accept the obligations of registered agent.

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

FILE NOW!!! FEE IS $150.00
After May 1, 2004 Fee will be $550.00

9. Election Campaign Financing Trust Fund Contribution. ☐ **$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D FIROGENIS, STEVEN 1604 ELIZABETH AVE STE C WEST PALM BEACH, FL 334016970	☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D FREIDANK, DAVID 1604 ELIZABETH AVE STE C WEST PALM BEACH, FL 334016970	☑ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D PECHONIS, MICHAEL 1604 ELIZABETH AVE STE C WEST PALM BEACH, FL 334016970	☑ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP		☐ Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	☐ Change ☐ Addition

12. 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 report or supplemental 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 in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: STEVEN FIROGENIS 3-15-04 561-366-8793
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

Attachment 540196 76

#P02000117107

GLASSWORKS USA, INC.
a Florida corporation

Written Consent of Directors

The undersigned, constituting the Directors of GLASSWORKS USA, INC., a Florida corporation (the "Corporation"), adopt the following resolutions effective as of April 29, 2003:

RESOLVED that Michael Pechonis' resignation as Vice President and Director of the Corporation is ACCEPTED.

The undersigned, constituting the Directors of the Corporation, executed this written consent effective as of the day and year first written above.

Steven Firogenis

David Friedank

417444v1

Attachment

54019676

#P02000117107

RESIGNATION

I hereby resign as a Director and Vice President of Glassworks USA, Inc., a Florida corporation (the "Company"), and all other positions held by me with the Company effective as of the date of this resignation.

April ___, 2003

MAY 19, 2003

Michael Pechonis

417441v1

Attachment 540196767

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STOCK POWER

Michael Pechonis hereby transfers to Steven Firogenis 330 shares of Common Stock, no par value per share, of Glassworks USA, Inc., a Florida corporation (the "Company"), standing in Michael Pechonis' name on the books of the Company and represented by Certificate No. ___.

Michael Pechonis hereby irrevocably constitutes and appoints the Secretary of the Company as his true and lawful attorney-in-fact, with full power of substitution, to transfer this stock on the books of the Company.

Dated: April ___, 2003

May 19, 2003

Michael Pechonis

WPB_1998 417431v1

Attachment 540196 76

#P02000117107

GLASSWORKS USA, INC.
a Florida corporation

Written Consent of Directors

The undersigned, constituting the Directors of GLASSWORKS USA, INC., a Florida corporation (the "Corporation"), adopt the following resolutions effective as of January 19, 2004:

RESOLVED that David Freidank's resignation as Secretary and Director of the Corporation is ACCEPTED.

The undersigned, constituting the Directors of the Corporation, executed this written consent effective as of the day and year first written above.

Steven Firogenis

417444v1

Attachment 5P019676

#P02000117107

GLASSWORKS USA, INC.
a Florida corporation

Written Consent of Directors in Lieu of Meeting

The undersigned, constituting the Directors of GLASSWORKS USA, INC., a Florida corporation (the "Corporation"), adopts the following resolution effective as of April 15, 2003:

RESOLVED that the following persons are elected as the officers of the Corporation to serve until their successors are elected and qualified:

Steven Firogenis	President and Vice President
David Friedank	Secretary
Jeanne Firogenis	Treasurer

The undersigned, constituting the Directors of the Corporation, executed this written consent effective as of the day and year first written above.

Steven Firogenis

David Friedank

Attachment 54019676

#P02000117107

RESIGNATION

I hereby resign as a Director and Secretary of Glassworks USA, Inc., a Florida corporation (the "Company"), and all other positions held by me with the Company effective as of the date of this resignation.

January 19, 2004

David Freidank

417441v1

Attachment 540196 76

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STOCK POWER

David Freidank hereby transfers to Steven Firogenis 330 shares of Common Stock, no par value per share, of Glassworks USA, Inc., a Florida corporation (the "Company"), standing in David Freidank's name on the books of the Company and represented by Certificate No. ___.

David Freidank hereby irrevocably constitutes and appoints the Secretary of the Company as his true and lawful attorney-in-fact, with full power of substitution, to transfer this stock on the books of the Company.

Dated: January 19, 2004

David Freidank

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