2004 FOR PROFIT CORPORATION ANNUAL REPORT

DOCUMENT# P03000001470

Entity Name: PHOENIX USA CORPORATION

FILED Jan 30, 2004 Secretary of State

Current Principal Place of Business:	New Principal Place of Business:
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9818 MOORINGS DRIVE 2257 SMULLIAN TRAIL SOUTH JACKSONVILLE, FL 32257 JACKSONVILLE, FL 32217

Current Mailing Address: New Mailing Address:

9818 MOORINGS DRIVE P.O. BOX 56894 JACKSONVILLE, FL 32257 PACKSONVILLE, FL 32241

FEI Number: 41-2073769 FEI Number Applied For () FEI Number Not Applicable () Certificate of Status Desired ()

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

HOWARD A. CAPLAN, ATTORNEY, P.A. 3900 ATLANTIC BOULEVARD JACKSONVILLE, FL 32207 US

HOWARD A. CAPLAN, ATTORNEY, P.A. 6260 DUPONT STATION SUITE C JACKSONVILLE, FL 32217 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: HOWARD A. CAPLAN 01/30/2004

Electronic Signature of Registered Agent Date

Election Campaign Financing Trust Fund Contribution ().

OFFICERS AND DIRECTORS: ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS:

 Title:
 () Delete
 Title:
 CEO () Change (X) Addition

 Name:
 Name:
 BENSON, RAYMOND R CEO

 Address:
 Address:
 2257 SMULLIAN TRAIL SOUTH

 City-St-Zip:
 City-St-Zip:
 JACKSONVILLE, FL 32217 US

 Title:
 () Delete
 Title:
 VP () Change (X) Addition

 Name:
 Name:
 FERSTER, REINHOLD C VP

 Address:
 Address:
 9818 MOORINGS DRIVE

 City-St-Zip:
 City-St-Zip:
 JACKSONVILLE, FL 32257

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: RAYMOND R. BENSON CEO 01/30/2004