


2005 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Apr 25, 2005 8:00 am
Secretary of State

04-25-2005 90307 050 ***150.00

DOCUMENT # P03000059490 1. Entity Name ALLSTATE INVESTMENT PROPERTIES, INC.					
Principal Place of Business C/O KENT HUFFMAN, ESQ 350 ROYAL PALM WAY STE 409 PALM BEACH, FL 33480			Mailing Address C/O KENT HUFFMAN, ESQ 350 ROYAL PALM WAY STE 409 PALM BEACH, FL 33480		
2. Principal Place of Business Suite, Apt. #, etc.		3. Mailing Address Suite, Apt. #, etc.			
City & State		City & State		4. FEI Number 20-0353791	
Zip		Country		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent HUFFMAN, KENT ESQ 350 ROYAL PALM WAY STE 409 PALM BEACH, FL 33480				7. Name and Address of New Registered Agent 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 _____ <small>Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE</small>					
FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00			9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$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 PASHKOW, JEFFREY 350 ROYAL PALM WAY STE 409 PALM BEACH, FL 33480		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
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TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete		TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> 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: <u>Jeffrey J. Pashkow</u> Jeffrey J. Pashkow 4-20-05 561-662-9304 <small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #</small>					

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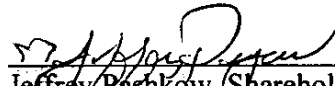
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ATTACHMENT

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WAIVER OF NOTICE OF ANNUAL MEETING OF
THE SHAREHOLDERS, DIRECTORS AND OFFICERS OF
ALLSTATE INVESTMENT PROPERTIES, INC.

WE, the undersigned, being the Shareholders, Directors and Officers of ALLSTATE INVESTMENT PROPERTIES, INC., do hereby waive notice of the Annual Meeting of the Shareholders, Directors and Officers to be held at 2:00 P.M. on the 20th day of April, 2004, at the Office of Kent Huffman, Esquire, 350 Royal Palm Way, Suite 409, Palm Beach, Florida, for such business as may lawfully come before the meeting.



Jeffrey Pashkow, Shareholder/Director/
President/Secretary

ATTACHMENT

#P03000059420
50043701

MINUTES OF ANNUAL MEETING OF
THE SHAREHOLDERS, DIRECTORS AND OFFICERS
OF ALLSTATE INVESTMENT PROPERTIES, INC.

Pursuant to an executed Waiver of Notice, a copy of which accompanies these Minutes, the Annual Meeting of the Shareholders, Directors and Officers of ALLSTATE INVESTMENT PROPERTIES, INC., was held at 2:00 P.M. on the 20th day of April, 2004, at the Office of Kent Huffman, Esquire, 350 Royal Palm Way, Suite 409, Palm Beach, Florida.

Present were Jeffrey Pashkow, and Kent Huffman. Jeffrey Pashkow acted as chairman of the meeting. The following proceedings transpired:

1. The Secretary presented and read to the meeting a Waiver of Notice of this meeting subscribed by all of the Shareholders, Officers and Directors. After due discussion, and upon motion duly made, seconded and carried, it was

RESOLVED, that the same be ordered on file and the Secretary requested to cause the same to be spread at length upon the minutes.

2. The Chairman then announced that the corporation was required to file a 2004 UNIFORM BUSINESS REPORT with the Office of the Secretary of State of Florida. After due discussion, and upon motion duly made, seconded and carried, it was

RESOLVED, that the President of the corporation execute and file with the Office of the Secretary of State, a 2004 UNIFORM BUSINESS REPORT, and cause a copy of the same to be spread at length upon the minutes.

3. The Chairman then announced that in accordance with the BYLAWS of the Corporation, Directors must be elected for the ensuing year. After considerable discussion, and upon nominations duly made, seconded and unanimously carried, the following persons were elected Directors for the ensuing year:

Jeffrey Pashkow

4. The Chairman then announced that in accordance with the BYLAWS of the Corporation, Officers must be elected for the ensuing year. After considerable discussion, and upon nominations duly made, seconded and unanimously carried, the following persons were elected Officers for the ensuing year:

PRESIDENT
SECRETARY

Jeffrey Pashkow
Jeffrey Pashkow

5. The Chairman then announced that the Shareholders had reviewed all of the acts and transactions of the Directors for the past year, whereupon, upon motion duly made, seconded and unanimously carried, it was

ALL
RESOLVED, that the acts and transactions of the Directors for the year 2003, be, and the same hereby are approved, ratified and confirmed.

6. The Chairman then announced that the Directors had reviewed all of the acts and transactions of the Officers for the past year, whereupon, upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the acts and transactions of the Officers for the year 2003, be, and the same hereby are approved, ratified and confirmed.

There being no further business to come before the meeting, the same was thereupon adjourned.

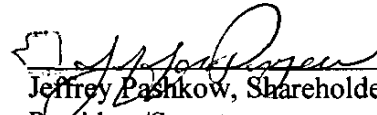

Jeffrey Pashkow, Secretary

ATTACHMENT

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WAIVER OF NOTICE OF ANNUAL MEETING OF
THE SHAREHOLDERS, DIRECTORS AND OFFICERS OF
ALLSTATE INVESTMENT PROPERTIES, INC.

WE, the undersigned, being the Shareholders, Directors and Officers of ALLSTATE INVESTMENT PROPERTIES, INC., do hereby waive notice of the Annual Meeting of the Shareholders, Directors and Officers to be held at 2:00 P.M. on the 19th day of April, 2005, at the Office of Kent Huffman, Esquire, 350 Royal Palm Way, Suite 409, Palm Beach, Florida, for such business as may lawfully come before the meeting.



Jeffrey Pashkow, Shareholder/Director/
President/Secretary

ATTACHMENT
MINUTES OF ANNUAL MEETING OF
THE SHAREHOLDERS, DIRECTORS AND OFFICERS
OF ALLSTATE INVESTMENT PROPERTIES, INC.

P0300005949
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Pursuant to an executed Waiver of Notice, a copy of which accompanies these Minutes, the Annual Meeting of the Shareholders, Directors and Officers of ALLSTATE INVESTMENT PROPERTIES, INC., was held at 2:00 P.M. on the 19th day of April, 2005, at the Office of Kent Huffman, Esquire, 350 Royal Palm Way, Suite 409, Palm Beach, Florida.

Present were Jeffrey Pashkow and Kent Huffman. Jeffrey Pashkow acted as chairman of the meeting. The following proceedings transpired:

1. The Secretary presented and read to the meeting a Waiver of Notice of this meeting subscribed by all of the Shareholders, Officers and Directors. After due discussion, and upon motion duly made, seconded and carried, it was

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Jeffrey Pashkow

4. The Chairman then announced that in accordance with the BYLAWS of the Corporation, Officers must be elected for the ensuing year. After considerable discussion, and upon nominations duly made, seconded and unanimously carried, the following persons were elected Officers for the ensuing year:

PRESIDENT	Jeffrey Pashkow
SECRETARY	Jeffrey Pashkow

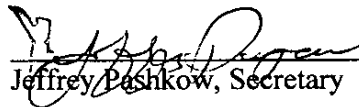
5. The Chairman then announced that the Shareholders had reviewed all of the acts and transactions of the Directors for the past year, whereupon, upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the acts and transactions of the Directors for the year 2004, be, and the same hereby are approved, ratified and confirmed.

6. The Chairman then announced that the Directors had reviewed all of the acts and transactions of the Officers for the past year, whereupon, upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the acts and transactions of the Officers for the year 2004, be, and the same hereby are approved, ratified and confirmed.

There being no further business to come before the meeting, the same was thereupon adjourned.



Jeffrey Pashkow, Secretary