

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Feb 17 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P22784 (3)
1. Corporation Name
BREEHNE CORPORATION



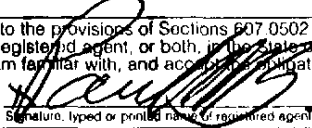
Principal Place of Business 883 VANDERBILT BEACH RD. NAPLES FL 34108	Mailing Address 883 VANDERBILT BEACH RD. NAPLES FL 34108
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/31/1989	
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.	4. FEI Number 36-2070573		Applied For Not Applicable	
22 City & State	27 City & State	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23 Zip	28 Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24 Country	29 Country	30		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent BREEHNE, PAUL 800 CHESTNUT CT. MARCO ISLAND FL 34145		10. Name and Address of New Registered Agent 81 Name Paul Breehne 82 Street Address (P.O. Box Number is Not Acceptable) 721 99th Street 83 City Naples 84 State FL 85 Zip Code 34108	
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508, 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 607.0505, Florida Statutes.

SIGNATURE  DATE 2/9/98
(NOTE: Registered Agent signature required when re-stating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P BREEHNE, PAUL	1.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	800 CHESTNUT COURT	1.2 NAME	
STREET ADDRESS	MARCO ISLAND FL 34145	1.3 STREET ADDRESS	721 99th Street
CITY - ST - ZIP		1.4 CITY - ST - ZIP	Naples, FL 34108
TITLE	VP BREEHNE, SHERRON	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	800 CHESTNUT COURT	2.2 NAME	
STREET ADDRESS	MARCO ISLAND FL 34145	2.3 STREET ADDRESS	721 99th Street
CITY - ST - ZIP		2.4 CITY - ST - ZIP	Naples, FL 34108
TITLE	S DALTON, PATRICE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	R.R. 4, BOX 221	3.2 NAME	
STREET ADDRESS	GREENVILLE IL 62246	3.3 STREET ADDRESS	221 99th Street
CITY - ST - ZIP		3.4 CITY - ST - ZIP	
TITLE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY - ST - ZIP		4.4 CITY - ST - ZIP	
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY - ST - ZIP		5.4 CITY - ST - ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY - ST - ZIP		6.4 CITY - ST - ZIP	

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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment to this address.

SIGNATURE  DATE 2/9/98

CR2E034 (10/97)