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Apr 18 1997 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # P34678 (3)

1. Corporation Name  
DOWNEN FURNITURE CORP.



Principal Place of Business  
125 E-MERRITT AVE  
MERRITT ISLAND FL 32959

Mailing Address  
125 E-MERRITT AVE  
MERRITT ISLAND FL 32959-0412

3. Date Incorporated or Qualified: 07/08/1991  
3a. Date of Last Report: 04/29/1996

2. Principal Place of Business  
21 223 Columbia Dr  
Suite Apt # etc.  
22 Suite 316  
City & State  
23 CAPE CANAVERAL, FL  
Zip Country  
24 32920 25 BREVARD  
26 223 Columbia Dr  
Suite Apt. #, etc.  
27 Suite 316  
City & State  
28 CAPE CANAVERAL FL  
Zip Country  
29 32920 30 BREVARD

4. FEI Number: 97-1216805  
Applied For: Not Applicable  
5. Certificate of Status Desired:  \$8.75 Additional Fee Required  
6. Election Campaign Financing Trust Fund Contribution:  \$5.00 May Be Added to Fees  
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes:  Yes  No

9. Name and Address of Current Registered Agent  
DOWNEN, CHARLES  
125 E-MERRITT AVE  
MERRITT ISLAND FL 32959

10. Name and Address of New Registered Agent  
81 Name: DOWNEN, Charles  
82 Street Address (P.O. Box Number is Not Acceptable): 223 Columbia Dr  
83 Suite 316  
84 City: CAPE CANAVERAL FL 85 Zip Code: 32920

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: Charles Downen CHARLES DOWNEN DATE: 4/4/97

12. OFFICERS AND DIRECTORS

TITLE	CP	<input type="checkbox"/> DELETE
NAME	DOWNEN, CHARLES	
STREET ADDRESS	1545 N BANANA RIVER DRIVE	
CITY-ST-ZIP	MERRITT ISLAND FL	
TITLE	STD	<input type="checkbox"/> DELETE
NAME	DOWNEN, CHARLES F	
STREET ADDRESS	1545 N BANANA RIVER DR	
CITY-ST-ZIP	MERRITT ISLAND FL	
TITLE	DT	<input checked="" type="checkbox"/> DELETE
NAME	DOWNEN, JANE C.	
STREET ADDRESS	1545 N BANANA RIVER DRIVE	
CITY-ST-ZIP	MERRITT ISLAND FL	
TITLE	DS	<input checked="" type="checkbox"/> DELETE
NAME	MADDEN, BARBARA	
STREET ADDRESS	250 N BANANA RIVER DR	
CITY-ST-ZIP	MERRITT ISLAND FL	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	NONE
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	NONE
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I do 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 or on an attachment with an address.

SIGNATURE: Charles Downen DATE: 4/4/97 DAYTIME PHONE: 407-783-7469

CR2E034 (9/96)