

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

FILED

May 02 1997 8:00am  
Secretary of State

|                                                                  |                                                                                   |                                                                                                                  |
|------------------------------------------------------------------|-----------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|
| <b>PROFIT CORPORATION</b><br><b>ANNUAL REPORT</b><br><b>1997</b> |  | <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|------------------------------------------------------------------|-----------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|

**DOCUMENT # P93000009783 (0)**

1. Corporation Name

**BEAR CAVE RESORT, INC.**

Principal Place of Business

Mailing Address

**5300 FLORIDA AVE.  
BUILDING E  
LAKELAND FL 33813**

**P.O. BOX 5330  
LAKELAND FL 33807-5330**



|                                                                                                                                                         |  |                                                                                                        |  |                                                                                                   |                                                     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------------------------------------------------------------|--|---------------------------------------------------------------------------------------------------|-----------------------------------------------------|
| <b>2. Principal Place of Business</b><br>21 Suite, Apt. #, etc.<br>22 City & State<br>23 Zip<br>24 Country                                              |  | <b>2a. Mailing Address</b><br>26 Suite, Apt. #, etc.<br>27 City & State<br>28 Zip<br>29 Country        |  | <b>3. Date Incorporated or Qualified</b><br><b>01/28/1993</b>                                     | <b>3a. Date of Last Report</b><br><b>03/26/1996</b> |
| <b>4. FEI Number</b><br><b>59-3159247 433</b>                                                                                                           |  | <b>5. Certificate of Status Desired</b> <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b> |  | <b>6. Election Campaign Financing</b> <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b> |                                                     |
| <b>7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes</b> <input type="checkbox"/> Yes <input type="checkbox"/> No |  |                                                                                                        |  |                                                                                                   |                                                     |

**9. Name and Address of Current Registered Agent**

**BURKEY, JOHN D  
5330 S. FLORIDA AVE.  
LAKELAND FL 33813**

**10. Name and Address of New Registered Agent**

|                                                              |                    |
|--------------------------------------------------------------|--------------------|
| <b>81</b> Name                                               |                    |
| <b>82</b> Street Address (P.O. Box Number is Not Acceptable) |                    |
| <b>83</b>                                                    |                    |
| <b>84</b> City                                               | <b>85</b> Zip Code |

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

| 12. OFFICERS AND DIRECTORS |                                            | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                              |
|----------------------------|--------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------------------|
| TITLE                      | <b>DST</b> <input type="checkbox"/> DELETE | 1.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       | <b>BURKEY, DEAN</b>                        | 1.2 NAME                                              |                                                                              |
| STREET ADDRESS             | <b>5330 S. FLORIDA AVE.</b>                | 1.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                | <b>LAKELAND FL 33813</b>                   | 1.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | <b>PD</b> <input type="checkbox"/> DELETE  | 2.1 TITLE                                             | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>BURKEY, JOHN D</b>                      | 2.2 NAME                                              |                                                                              |
| STREET ADDRESS             | <b>4300 FOREST HILL DR.</b>                | 2.3 STREET ADDRESS                                    | <b>1400 BRADSHAW BLVD #266</b>                                               |
| CITY-ST-ZIP                | <b>LAKELAND FL 33813</b>                   | 2.4 CITY-ST-ZIP                                       | <b>33803</b>                                                                 |
| TITLE                      | <input type="checkbox"/> DELETE            | 3.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       |                                            | 3.2 NAME                                              |                                                                              |
| STREET ADDRESS             |                                            | 3.3 STREET ADDRESS                                    |                                                                              |
| CITY-ST-ZIP                |                                            | 3.4 CITY-ST-ZIP                                       |                                                                              |
| TITLE                      | <input type="checkbox"/> DELETE            | 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                      | <input type="checkbox"/> DELETE            | 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                      | <input type="checkbox"/> DELETE            | 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 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 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 with an address.

SIGNATURE:

**JOHN D. BURKEY**  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

**4/23/97**

Date

**841-648-5300**

Daytime Phone #

CR2E034 (9/96)