

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

FILED
Mar 13 1998 8:00am
Secretary of State

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| PROFIT CORPORATION ANNUAL REPORT 1998 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
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DOCUMENT # P93000035227 (6)

1. Corporation Name
XMS, INC.

Principal Place of Business
8950 MAGNOLIA CHASE CIR
TAMPA FL 33647

Mailing Address
8950 MAGNOLIA CHASE CIR
TAMPA FL 33647



DO NOT WRITE IN THIS SPACE

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| 2. Principal Place of Business 21 24 WAX MYRTLE RD. Suite, Apt. #, etc. 22 City & State 23 AMELIA ISLAND, FL. 32034 Zip Country 24 USA | | 2a. Mailing Address 26 24 WAX MYRTLE RD. Suite, Apt. #, etc. 27 City & State 28 AMELIA ISLAND, FL. 32034 Zip Country 29 USA | | 3. Date Incorporated or Qualified 05/17/1993 | |
| | | | | 4. FEI Number 59-3166612 | |
| | | | | 5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required | |
| | | | | 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees | |
| | | | | 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | |

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| 9. Name and Address of Current Registered Agent BORUSOVIC, STEPHEN J 8950 MAGNOLIA CHASE CIR TAMPA FL 33647 | | 10. Name and Address of New Registered Agent 81 Name STEPHEN J. BORUSOVIC 82 Street Address (P.O. Box Number is Not Acceptable) 24 WAX MYRTLE RD. 83 84 City AMELIA ISLAND, FL 85 Zip Code 32034 | |
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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: STEPHEN J. BORUSOVIC / PRESIDENT *Stephen J. Borusovic* DATE: MARCH 9, 1998

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| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | D BORUSOVIC, STEPHEN J 8950 MAGNOLIA CHASE CIR TAMPA FL 33647 <input type="checkbox"/> DELETE | 1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP | BORUSOVIC, STEPHEN J. 24 WAX MYRTLE RD. AMELIA ISLAND, FL. 32034 <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE | 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE | 3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE | 4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE | 5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY-ST-ZIP | <input type="checkbox"/> DELETE | 6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |

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 with an address.

SIGNATURE: *Stephen J. Borusovic* STEPHEN J. BORUSOVIC 3/9/98 904-321-2286

CP2E034 (10/97)