~~FILE NOW. FILING FEE AFTER MAY 1ST IS $550.00~~

PROFIT CORPORATION ANNUAL REPORT

1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

99 MAR 15 AM 10:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P93000036794

1 Corporation Name

INTERNATIONAL BEVERAGE SYSTEMS, INC.

Principal Place of Business
~~3919-KIDRON-RD~~
~~LAKELAND, FL 33811~~

Mailing Address
~~c/o COOKE~~
~~108-SE-8-AVE.~~
~~LAKELAND, FL 33811~~

DO NOT WRITE IN THIS SPACE

2 Principal Place of Business
c/o EUGENE L. COOKE
Street Apt # etc
108 S.E. 8TH AVE., #114
City & State
FT. LAUDERDALE, FL 33301
Zip Country

2a Mailing Address
c/o EUGENE L. COOKE
Street Apt # etc
108 S.E. 8TH AVE., #114
City & State
FT. LAUDERDALE, FL 33301
Zip Country

3 Date Incorporated or Qualified
5/20/93

4 FEI Number
59-3184109

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 owes the current year Intangible Personal Property Tax [ ] Yes [X] No

9 Name and Address of Current Registered Agent

EUGENE L. COOKE
108 S.E. 8TH AVE., #114
FT. LAUDERDALE, FL 33301

10 Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 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	-D- [ ] DELETE	11 TITLE	D,C,P,S,T [X] Change [ ] Addition
NAME	COOKE, EUGENE L.	12 NAME	
STREET ADDRESS	NEW HARBOR FIN. CORP.	13 STREET ADDRESS	
CITY-ST-ZIP	108 SE 8TH AVE., #114 FT. LAUDERDALE, FL 33301	14 CITY-ST-ZIP	
TITLE	D [ ] DELETE	21 TITLE	[ ] Change [ ] Addition
NAME	HALL, ROGER E.	22 NAME	
STREET ADDRESS	HALLMARK GROUP-433 PLAZA REAL #275	23 STREET ADDRESS	
CITY-ST-ZIP	BOCA RATON, FL	24 CITY-ST-ZIP	
TITLE	[ ] DELETE	31 TITLE	[ ] Change [ ] Addition
NAME		32 NAME	
STREET ADDRESS		33 STREET ADDRESS	
CITY-ST-ZIP		34 CITY-ST-ZIP	
TITLE	[ ] DELETE	41 TITLE	[ ] Change [ ] Addition
NAME		42 NAME	
STREET ADDRESS		43 STREET ADDRESS	
CITY-ST-ZIP		44 CITY-ST-ZIP	
TITLE	[ ] DELETE	51 TITLE	[ ] Change [ ] Addition
NAME		52 NAME	
STREET ADDRESS		53 STREET ADDRESS	
CITY-ST-ZIP		54 CITY-ST-ZIP	
TITLE	[ ] DELETE	61 TITLE	[ ] Change [ ] Addition
NAME		62 NAME	
STREET ADDRESS		63 STREET ADDRESS	
CITY-ST-ZIP		64 CITY-ST-ZIP	

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****150.00 ****150.00

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, with all other like empowered.

SIGNATURE: Eugene Cooke — EUGENE L. COOKE, PRESIDENT — 3/8/99 — 954-764-7149
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #