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May 15 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # P93000057661 (9)

1. Corporation Name

ADVERTISING ENTERPRISES, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business 100 WEST KENNEDY BLVD SUITE 600 TAMPA FL 33602 US		Mailing Address 100 WEST KENNEDY BLVD SUITE 600 TAMPA FL 33602 US	
2. Principal Place of Business 21 6910 CONATY ROAD Suite, Apt. #, etc. 22 City & State 23 TAMPA, FL Zip 24 33634 Country 25 USA		2a. Mailing Address 26 6910 CONATY ROAD Suite, Apt. #, etc. 27 City & State 28 TAMPA, FL Zip 29 33634 Country 30 USA	
9. Name and Address of Current Registered Agent SGHRLS, DEBRA-A 501 E. KENNEDY BLVD. SUITE 1400 TAMPA FL 33602		10. Name and Address of New Registered Agent 81 Name GILBERT, JONATHAN S. 82 Street Address (P.O. Box Number is Not Acceptable) 101 E. KENNEDY BLVD., SUITE 3700 83 84 City TAMPA FL 85 Zip Code 33602	

11. Pursuant to the provisions of Sections 607.06(2) 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 of officer or director of corporation or registered agent (if applicable)

(NOTE: Registered Agent's signature required when registering)

DATE

4/24/98

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CD	1.1 TITLE	
NAME	BATEMAN, RICK J.	1.2 NAME	
STREET ADDRESS	2410 SUNSET DR.	1.3 STREET ADDRESS	
CITY - ST - ZIP	TAMPA FL 33629	1.4 CITY - ST - ZIP	TAMPA, FL 33629
TITLE	STD	2.1 TITLE	
NAME	BATEMAN, LESLEY S	2.2 NAME	
STREET ADDRESS	2410 SUNSET DR.	2.3 STREET ADDRESS	
CITY - ST - ZIP	TAMPA FL 33629	2.4 CITY - ST - ZIP	TAMPA, FL 33629
TITLE	PO	3.1 TITLE	
NAME	MOORE, JAN J	3.2 NAME	
STREET ADDRESS	3005 SAN RAFAEL	3.3 STREET ADDRESS	
CITY - ST - ZIP	TAMPA FL	3.4 CITY - ST - ZIP	
TITLE	D	4.1 TITLE	
NAME	MANter, GILBERT R.	4.2 NAME	
STREET ADDRESS	13334 MORAN DRIVE	4.3 STREET ADDRESS	
CITY - ST - ZIP	TAMPA FL 33618	4.4 CITY - ST - ZIP	TAMPA, FL 33618
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY - ST - ZIP		5.4 CITY - ST - ZIP	
TITLE		6.1 TITLE	
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 registered agent 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.

CR2E034 (10/97)