

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # P93000061318 (0)

1. Corporation Name
RLS, INC.

Principal Place of Business

1275 COUNTY ROAD 210 WEST
JACKSONVILLE FL 32259

Mailing Address

1275 COUNTY ROAD 210 WEST
JACKSONVILLE FL 32259-2104

2. Principal Place of Business

21 Suite, Apt. #, etc.

2a. Mailing Address

26 Suite, Apt. #, etc.

22 City & State

27 City & State

23 Zip

28 Zip

24 Country

29 Country

30 Country

9. Name and Address of Current Registered Agent

SMITH, R. LEE
1275 COUNTY ROAD 210 WEST
JACKSONVILLE FL 32259

81 Name

DAVID SHIELDS

82 Street Address (P.O. Box Number is Not Acceptable)

1275 CR 210 W.

83

84 City

JACKSONVILLE

FL 32259

10. Name and Address of New Registered Agent

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 provisions of, Section 607.0505, Florida Statutes.

SIGNATURE: *David Shields*

DAVID SHIELDS

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

4/16/97

DATE

12.

OFFICERS AND DIRECTORS

DELETE

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE D
NAME SMITH, R. LEE
STREET ADDRESS 1275 COUNTY ROAD 210 WEST
CITY-ST-ZIP JACKSONVILLE FL 32259

President ID
DAVID R SHIELDS
1275 CR 210 W
JACKSONVILLE, FL 32259

Change Addition

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

Vice President ID
EDWARD SMITH
1275 CR 210 W
JACKSONVILLE, FL 32259

Change Addition

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

Secretary
JANET WRIGHT
1275 CR 210 W
JACKSONVILLE, FL 32259

Change Addition

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DIRECTOR
DONNIE FRECHOME
1275 CR 210 W
JACKSONVILLE, FL 32259

Change Addition

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DIRECTOR
STEVE CARROLL
1275 CR 210 W
JACKSONVILLE, FL 32259

Change Addition

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DIRECTOR
KEVIN BUSH
1275 CR 210 W
JACKSONVILLE, FL 32259

Change Addition

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 if changed, or on an attachment with an address.

SIGNATURE: *David Shields* 4/16/97 SMC 9191918

FILED
May 06 1997 8:00am
Secretary of State



CR2E034 (9/96)