

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 # P93000063702 (3)

1. Corporation Name
OCEAN ATLANTIC CARPET, INC.

Principal Place of Business

9180 SE EAGLE AVE
HOBE SOUND FL 33455

Mailing Address

9180 SE EAGLE AVE
HOBE SOUND FL 33455-6250

97 JUL -7 AM 10:58

SECRETARY OF STATE
TALLAHASSEE FLORIDA



| | | | | | | | |
|--------------------------------|--|------------------------|--|---|--|------------------------------|--|
| 2. Principal Place of Business | | 2a. Mailing Address | | 3. Date Incorporated or Qualified | | 3a. Date of Last Report | |
| 21 Suite, Apt. #, etc. | | 26 Suite, Apt. #, etc. | | 09/07/1993 | | 06/20/1996 | |
| 22 City & State | | 27 City & State | | 4. FEI Number | | Applied For | |
| 23 Zip | | 28 Zip | | 65-0445101 | | Not Applicable | |
| 24 Country | | 29 Country | | 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 has liability for intangible tax under s. 199.032, Florida Statutes | | Yes No | |

9. Name and Address of Current Registered Agent

KNIGHT, THOMAS R
9180 SE EAGLE AVE
HOBE SOUND FL 33455

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 fee if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|-------------|---|-----------------|
| TITLE | NAME | 1.1 TITLE | 1.2 NAME |
| STREET ADDRESS | CITY-ST-ZIP | 1.3 STREET ADDRESS | 1.4 CITY-ST-ZIP |
| | | 2.1 TITLE | 2.2 NAME |
| | | 2.3 STREET ADDRESS | 2.4 CITY-ST-ZIP |
| | | 3.1 TITLE | 3.2 NAME |
| | | 3.3 STREET ADDRESS | 3.4 CITY-ST-ZIP |
| | | 4.1 TITLE | 4.2 NAME |
| | | 4.3 STREET ADDRESS | 4.4 CITY-ST-ZIP |
| | | 5.1 TITLE | 5.2 NAME |
| | | 5.3 STREET ADDRESS | 5.4 CITY-ST-ZIP |
| | | 6.1 TITLE | 6.2 NAME |
| | | 6.3 STREET ADDRESS | 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 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.

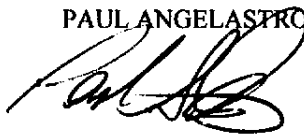
CR2E034 (9/96)

1

OAC

I AM WRITING YOU THIS LETTER ON BEHALF OF OCEAN ATLANTIC CARPET INC. MY NAME IS PAUL ANGELASTRO AND HAVE BEEN EMPLOYED BY THOMAS R KNIGHT TO SERVE AS ADMINISTRATOR AND OFFICE MANGER FOR OCEAN ATLANTIC CARPET INC. MR KNIGHT IS CURRENTLY RECOVERING FROM A MEDICAL CONDITION WHICH HAS HAD HIM UNABLE TO SERVE AND ADMINISTER TO THE CORP SINCE DEC OF 96. HIS WIFE IN THE INTERIM HAD BEEN DOING THE BEST SHE COULD TO RUN THIS COMPANY HOWEVER WITH LIMITED KNOWLEDGE OF BUSINESS BEING A HOUSE WIFE HERSELF MANY THINGS SLIPPED INTO ARREARS. THE FILING FORMS FOR THE CORP WHICH ARE BEING ADDRESSED IN THIS MAILING ARE ONE OF THESE MATTERS .IN LIGHT OF MR KNIGHTS HARDSHIPS I AM HOPEFUL YOU WILL ACCEPT THIS CASE AS AN EXCEPTION TO THE PENALTIES AND WAIVE THESE COSTS PLEASE KNOW THAT HAD MR KNIGHT BEEN ABLE TO PERFORM HIS DUTIES THIS WOULD NOT HAVE HAPPENED. IN CLOSING I PAUL ANGELASTRO WILL BE ANIXOUS TO ANSWER ANY QUESTIONS ON MR KNIGHTS BEHALF AND WILL BE LOOKING AFTER THE AFFAIRS OF THE CORPORATION.

SINCERELY
PAUL ANGELASTRO



PS I CAN BE REACHED ANYTIME
AT 561 288-3240 OR BEEPER 561 652-0429

OCEAN ATLANTIC CARPET INC

4248 SE COMMERCE AVE
STUART FLORIDA 34997

Phone: 561-288-3240
Fax: 561-545-0729