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PROFIT CORPORATION ANNUAL REPORT

1997

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FLORIDA DEPARTMENT OF STATE

FILED

Feb 24 1997 8:00am

Secretary of State

(96/6)

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # P93000070599 (4)

M-PIRE, INC., AGENCY FOR MODELS AND MARKETING

Principal Place of Business Mailing Address 11380 PROSPERITY FARMS RD 11380 PROSPERITY FARMS RD SUITE 217 SUITE 217 PALM BEACH GARDENS FL 33410-3476 PALM BEACH GARDENS FL 33410 3. Date Incorporated or Qualified 3a. Date of Last Report 10/05/1993 03/12/1996 2. Principal Flace of Business 2a. Mailing Address 4. FEI Number Applied For 65-0439405 26 Not Applicable Suite, Apt. #, etc. Suite, Apt #, etc \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State 6. Election Campaign Financing \$5.00 May Be Added to Fees Trust Fund Contribution 23 28 Zip Country Zip Country This corporation has liability for intangible tax under s. 199.032, Yes No Florida Statutes 30 24 25 29 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name THIEMANN, DIETER 11380 PROSPERITY FARMS RD Street Address (P.O. Box Number is Not Acceptable) **SUITE 217** PALM BEACH GARDENS FL 33410 83 84 City 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 Signorine typical or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 OFFICERS AND DIRECTORS 12. 13. X DELETE M Change Addition 1.1 TITLE TITLE Voglstaetter, Peter MOSER, HANS P NAME 1.2 NAME 30ž W San Marino Dr 302 W SAN MARINO DR 13 STREET ADDRESS STREET ADDRESS MIAMI BEACH FL 33139 Miami Beach FL 33139 14 City-St-ZIP CHY-S1-712 DELETE Change Addition 21 TITLE THUE Rolli Willy 22 NAME NAME 302 W San Marino Dr 23 STREET ADDRESS STREET ADDRESS Miami Beach FL 33139 2.4 CITY-ST-ZIP CITY-ST-Z-P DELETE 3.1 TITLE Change Addition TOLE 3.2 NAME NAME 3.3 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP 3.4. CITY-ST-ZIP DELETE Change Addition 4.1 TITLE TITLE NAME 4. 2 NAME 4.3 STREET ADDRESS STREET ADDRESS City-St-ZiP 4.4 CITY-ST-ZIP DELETE Addition 5.1 TITLE TITLE NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CHY-ST-ZIP 5.4 CITY-ST-ZIP DELETE Change Addition TELE 61 TITLE NAME 6.2 NAME STREET ADDRESS 6.3 STREET ADDRESS

6.4 CHTY - 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 supplimental 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 received or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name

on an akachment with an address

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER