

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

FILED
May 09 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P93000085771 (2)
 1. Corporation Name
CARTMELL INDUSTRIES, INC.



Principal Place of Business 2530 KIRBY AVE UNIT 302 PALM BAY FL 32905 US	Mailing Address 2530 KIRBY AVE UNIT 302 PALM BAY FL 32905-3428 US
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3. Date Incorporated or Qualified 12/10/1993	3a. Date of Last Report 02/13/1996
4. FEI Number 59-3213611	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 47 WOODLAND DR. Suite, Apt. #, etc. # 202 City & State VERO BEACH Zip FL Country I.R.	2a. Mailing Address 26 47 WOODLAND DR. Suite, Apt. #, etc. # 202 City & State VERO BEACH Zip FL Country I.R.
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9. Name and Address of Current Registered Agent ROSSWAY, BRADLEY W 756 BEACHLAND BLVD VERO BEACH FL 32963	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
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11. Pursuant to the provisions of Sections 607.0502 and 607.1506, 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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD CARMELL, JAMES R.	1.1 TITLE	PRESIDENT
NAME	2530 KIRBY AVE UNIT 302	1.2 NAME	JAMES R. CARTMELL
STREET ADDRESS	PALM BAY FL	1.3 STREET ADDRESS	47 WOODLAND DR #202
CITY-ST-ZIP		1.4 CITY-ST-ZIP	VERO BEACH, FL 32962
TITLE	VD KARIN, MICHAEL	2.1 TITLE	VIC - PRESIDENT
NAME	2530 KIRBY AVE UNIT 302	2.2 NAME	MICHAEL KARIN
STREET ADDRESS	PALM BAY FL	2.3 STREET ADDRESS	505 304 DRIVE
CITY-ST-ZIP		2.4 CITY-ST-ZIP	VERO BEACH, FL 32963
TITLE		3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
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 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 attached form with an address.

SIGNATURE: *[Signature]* 4/29/97 561-569-3715

CR2E034 (9/96)