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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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PROFIT CORPORATION ANNUAL REPORT 1997  
FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham Secretary of State  
DIVISION OF CORPORATIONS



DOCUMENT # P940000 28151  
1. Corporation Name  
KAY BEVERAGE INC

Principal Place of Business Mailing Address  
ARM DISCOUNT BEVERAGE 2984 S. HORIZON PL  
ORLEDO, FL 32765

3. Date Incorporated or Qualified 4/13/94 3a. Date of Last Report  
2. Principal Place of Business 2a. Mailing Address 4. FEI Number 58-2107288 Applied For Not Applicable  
21 22 23 24 25 26 27 28 29 30  
Suite, Apt. #, etc. 9912 E COLONIAL DR APT 112  
City & State ORLANDO, FL ORLANDO, FL  
Zip 32817 Country USA Zip 32809 Country USA

9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent  
ASHOK BRAHMBHATT 2984 S. HORIZON PL ORLEDO, FL 32765  
81 Name RAJENDRABHAI PANCHAL  
82 Street Address (P.O. Box Number is Not Acceptable) 418 W. OAKRIDGE ROAD  
83 APT 112  
84 City ORLANDO FL 85 Zip Code 32809

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 R.P. Panchal 11-26-97  
Signature typed or printed name of registered agent and title if applicable (NOTE: Registered Agent's signature required when reinstating)

12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP	TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP
PRESIDENT	ASHOK BRAHMBHATT	2984 S. HORIZON PL	ORLEDO, FL 32765	PRESIDENT	RAJENDRABHAI PANCHAL	418 W. OAKRIDGE ROAD, APT 112	ORLANDO, FL 32809
SECRETARY	JLA BRAHMBHATT	2984 S. HORIZON PL	ORLEDO, FL 32765	SECRETARY & TREASURER	TRUPTI R. PANCHAL	418 W. OAKRIDGE ROAD, APT 112	ORLANDO, FL 32809
VICE PRESIDENT	NILESH SHASTRI	2984 S. HORIZON PL	ORLEDO, FL 32765	VICE PRESIDENT	SHRISH SHASTRI	1413 CRICKET CLUBS	ORLANDO, FL 32828

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: R.P. Panchal 11-26-97  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)