SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998. AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT CORPORATION ANNUAL REPORT

CITY-ST-ZIP

STREET ADDRESS

TITLE

NAME

1998

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # POADDODGO (9)

1. Corporatio	IL VENTURES, INC.	000000 (9)			
Principal Plac	e of Business	Mailing Address		1 180/180/ 1/0/ 10/1/ 8/0// 80/// 80/// 80/// 80/// 80///	iani Adili Adile (8014-916) (80)
1220 S. DALE MABRY TAMPA FL 33629 US		1220 S DALE MARBRY TAMPA FL 33629 US		DO NOT WRITE IN THIS 3. Date Incorporated or Qualified	S PACE
				04/18/1994	
2. Principal Place of Business 2a. Mailing Address		2a. Mailing Address	······	4. FEI Number	Applied For
	of w. NEPTURE	26		59-3230408	Not Applicable
Suite, Apt.		Suite, Apt. #, etc.		5. Certificate of Status Desired	\$8.75 Additional Fee Required
City & Stat	PA TL	City & State		6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
4 Zip	3419 25 Country SA	Zip 29	Country 30		Yes No
	9. Name and Address of Current	Registered Agent	81 Name	10. Name and Address of New Registered	\gent
11. Pursuant office or	to the provisions of sections 607.0502	of Florida. Such change was a	s, the above-named corporate by the corporate	FL oration submits this statement for the purpose of chi ion's board of directors. I hereby accept the appoin	85 Zip Code anging its registered tment as registered
agent. I : SIGNATURE	arn familiar with, and accept the obligat NONMA Signature, typed or printed name of registered agent	ions of, section 607.0505, Flo	orida Statutés.	if Jung	98
12.	OFFICERS AND		13.	ADDITIONS/CHANGES TO OFFICERS AN	D DIRECTORS IN 12
ITLE	P	[]] DELETE	1.1 TITLE		Change Addition
AME Treet address ITY-ST-ZIP	AUSTIN, DONALD E 1220 S. Dale Mabry Tampa Fl		1.2 NAME 1.3 STREET ADDRESS 1.4 CiTy-ST-ZiP		
TLE	VP	[_]DELETE	2.1 TITLE		Change Addition
AME TREET ADORESS	AUSTIN, SHAWN L 1220 S. DALE MABRY		2.2 NAME 2.3 STREET ADDRESS		
TY-ST-ZIP	TAMPA FL		2.4 CiTY-S1-ZIP		7
AME		L] DELETE	3.1 TITLE 3.2 NAME	L	Change Addition
rme Freet address i			3.2 NAME 3.3 STREET ADDRESS		
ITY-ST-ZIP			3.3 STREET ADDRESS 3.4 CITY-ST-ZIP		
TLE		DELETE	4.1 TITLE		Change Addition
AME			4.2 NAME		T SIMING T T YOURGIL
TREET ADDRESS			4.3 STREET ADDRESS		
ITY-ST-ZIP			4.4 CITY-ST-ZIP		
TLE	, , , , , , , , , , , , , , , , , , , ,	DELETE	5.1 TITLE		Change Addition
AME			5.2 NAME		
TREET ADDRESS			5.3 STREET ADDRESS		

6.4 CITY-ST-ZIP CITY-ST-ZIP 14. I 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 of 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 of an attachment with an address.

DELETE

5.4 CITY-ST-ZIP

6.1 TITLE

6.2 NAME 6.3 STREET ADDRESS

***150.00

00000260252 -07/30/98--01022--051

FILED

Jul 27 1998 8:00am

Secretary of State

Faithful Ventures, Inc. ADVERTISING/ PROMOTIONAL ITEMS

Pga

July 14, 1998

Department of State Tallahassee, FL

To Whom It May Concern:

This is to form you that we did not receive our corporate fees. I was told to let you know in writing and send a check along with it.

Thank yof

Don Austin