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FILED
May 16 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P94000059181 (5)

1. Corporation Name

THOMAS & CARSWELL, INC.



Principal Place of Business

17953 NW 40TH CT
MIAMI FL 33055

Mailing Address

17953 NW 40TH CT
MIAMI FL 33055-3440

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

Country

24

2a. Mailing Address

26 P.O. Box 551755

Suite, Apt. #, etc.

27 City & State

28 MIAMI, FL

Zip

29 33055-3440

Country

3. Date Incorporated or Qualified

08/09/1994

3a. Date of Last Report

04/11/1996

4. FEI Number

65-0523430

Applied For

Not Applicable

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

CARSWELL-THOMAS, PHYLLIS
17953 NW 40TH CT
MIAMI FL 33055

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 title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE D
NAME CARSWELL-THOMAS, PHYLLIS
STREET ADDRESS % 17953 NW 40TH CT
CITY-ST-ZIP MIAMI FL 33055

DELETE

TITLE D
NAME THOMAS, FRANKLIN J
STREET ADDRESS % 17953 NW 40TH CT
CITY-ST-ZIP MIAMI FL 33055

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE PD
12 NAME Carswell-Thomas, Phyllis
13 STREET ADDRESS 17953 NW 40th
14 CITY-ST-ZIP Miami, FL 33055

Change Addition

21 TITLE VD
22 NAME Thomas, Franklin J
23 STREET ADDRESS 17953 NW 40th
24 CITY-ST-ZIP Miami, FL 33055

Change Addition

31 TITLE
32 NAME
33 STREET ADDRESS
34 CITY-ST-ZIP

Change Addition

41 TITLE
42 NAME
43 STREET ADDRESS
44 CITY-ST-ZIP

Change Addition

51 TITLE
52 NAME
53 STREET ADDRESS
54 CITY-ST-ZIP

Change Addition

61 TITLE
62 NAME
63 STREET ADDRESS
64 CITY-ST-ZIP

Change Addition

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

April 25 1997 (305) 4583 625-

CR2E034 (9/96)