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Jan 24 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 # P94000076692 (0)

1. Corporation Name
RS ELMORE ENTERPRISES, INC.



Principal Place of Business: 503 BONNIE BLVD. PALM HARBOR FL 34684
Mailing Address: 503 BONNIE BLVD. PALM HARBOR FL 34684-3904

3. Date Incorporated or Qualified: 10/17/1994
3a. Date of Last Report: 03/11/1996
4. FEI Number: 59-3275861
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

2. Principal Place of Business: 21, 22, 23, 24
2a. Mailing Address: 26, 27, 28, 29, 30

9. Name and Address of Current Registered Agent
DIMARCO, ROBERT F
3440 EAST LAKE ROAD #104
PALM HARBOR FL 34685

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
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: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS
TITLE: D DELETE
NAME: ELMORE, ROBERT
STREET ADDRESS: 503 BONNIE BLVD.
CITY-ST-ZIP: PALM HARBOR FL 34684
NAME: ELMORE, SHIRLEY
STREET ADDRESS: 503 BONNIE BLVD.
CITY-ST-ZIP: PALM HARBOR FL 34684
NAME: FISCHER, STEVEN M.
STREET ADDRESS: 1752 WELLESLEY CIRCLE, #5
CITY-ST-ZIP: NAPLES FL
NAME: FISCHER, JULIE A.
STREET ADDRESS: 1752 WELLESLEY CIRCLE, #5
CITY-ST-ZIP: NAPLES FL
NAME: ELMORE, ROBERT RYAN
STREET ADDRESS: 1209 BRUCE B. DOWNS, #1210
CITY-ST-ZIP: TAMPA FL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE: Change Addition
1.2 NAME: ROBERT RYAN ELMORE
1.3 STREET ADDRESS: 19 B Dewey PLACE
1.4 CITY-ST-ZIP: PLAINVILLE CT 06062
2.1 TITLE: Change Addition
2.2 NAME: Steven M. Fischer
2.3 STREET ADDRESS: 1779-1 Reuven Circle
2.4 CITY-ST-ZIP: NAPLES, FL 34112
3.1 TITLE: Change Addition
3.2 NAME: JULIE A. FISCHER
3.3 STREET ADDRESS: 1779-1 Reuven Circle
3.4 CITY-ST-ZIP: NAPLES, FL 34112
4.1 TITLE: Change Addition
4.2 NAME:
4.3 STREET ADDRESS:
4.4 CITY-ST-ZIP:
5.1 TITLE: Change Addition
5.2 NAME:
5.3 STREET ADDRESS:
5.4 CITY-ST-ZIP:
6.1 TITLE: Change Addition
6.2 NAME:
6.3 STREET ADDRESS:
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 attachment with an address.

SIGNATURE: *Shirley A. Elmore* Shirley A. Elmore 1/2/97 (813) 787-5171
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)