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

PROFIT CORPORATION ANNUAL REPORT

1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

FILED
99 MAR -1 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P94000078354

1. Corporation Name

B & J VENTURES OF SOUTHWEST FLORIDA, INC.

Principal Place of Business
208 Atlantic Street
Islamorada, FL 33036

Mailing Address
208 Atlantic Street
Islamorada, FL 33036

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
10/24/94

4. FEI Number
65-0885921
[ ] 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 owes the current year Intangible Personal Property Tax [ ] Yes [X] No

2. Principal Place of Business
21 217 El Capitan Drive
Suite, Apt #, etc
22
City & State
23 Islamorada, Florida
Zip 24 30336 Country 25 US

2a. Mailing Address
26 217 El Capitan Drive
Suite, Apt #, etc
27
City & State
28 Islamorada, Florida
Zip 29 33036 Country 30 US

9. Name and Address of Current Registered Agent

DOWNEY, ROBERT
5510 Palmetto Street
Fort Myers Beach, FL 33931 US

10. Name and Address of New Registered Agent

81 Name: WALSH, JOHN A.
82 Street Address (P.O. Box Number is Not Acceptable): 217 El Capitan Drive
83
84 City: Islamorada FL 85 Zip Code: 33036

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 _____ 2/24/99
Signature of, or typed or printed name of, person authorized pursuant to Title of applicable (Note: Registered Agent's signature required when name changes) Date

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	PD	[X] DELETE	11 TITLE	PD	[ ] Change [X] Addition
NAME	DOWNEY, ROBERT		12 NAME	WALSH, JOHN A.	
STREET ADDRESS	208 Atlantic Street		13 STREET ADDRESS	217 El Capitan Drive	
CITY-ST-ZIP	Islamorada, FL 33036		14 CITY-ST-ZIP	Islamorada, FL 33036	
TITLE		[ ] DELETE	21 TITLE		[ ] Change [ ] Addition
NAME			22 NAME		
STREET ADDRESS			23 STREET ADDRESS		
CITY-ST-ZIP			24 CITY-ST-ZIP		
TITLE		[ ] DELETE	31 TITLE		[ ] Change [ ] Addition
NAME			32 NAME		
STREET ADDRESS			33 STREET ADDRESS		
CITY-ST-ZIP			34 CITY-ST-ZIP		
TITLE		[ ] DELETE	41 TITLE		[ ] Change [ ] Addition
NAME			42 NAME		
STREET ADDRESS			43 STREET ADDRESS		
CITY-ST-ZIP			44 CITY-ST-ZIP		
TITLE		[ ] DELETE	51 TITLE		[ ] Change [ ] Addition
NAME			52 NAME		
STREET ADDRESS			53 STREET ADDRESS		
CITY-ST-ZIP			54 CITY-ST-ZIP		
TITLE		[ ] DELETE	61 TITLE		[ ] Change [ ] Addition
NAME			62 NAME		
STREET ADDRESS			63 STREET ADDRESS		
CITY-ST-ZIP			64 CITY-ST-ZIP		

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****150.00 ****150.00

B. 3/3/99 99AR

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 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, with all other like empowered.

SIGNATURE: _____ 2/24/99 305/664-3394
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Telephone Number

CR2E034 (11/98)