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

SIGNATURE:

ELORIDA DEPARTMENT DE STATE FILED SECRETARY OF STATE DIVISION OF CORPORATIONS **CORPORATION** Sandra B. Mortham ANNUAL REPORT Secretary of State DIVISION OF CORPORATIONS 1997 97 OCT 14 PM 3:50 P940000 88047 (3) DOCUMENT # SPENCER BROTHERS, INC. Principal Place of Business 15553 SW 107th PL. 15553 SW1075/PL MIAME, AL. 33157 MEAME, 91.33157 3a. Date of Last Report 2. Principal Place of Business 2a. Mailing Address Applied For 21 Not Applicable Suite. Apt. #. etc Suite. Apl. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 City & State City & State \$5.00 May Be 6. Election Campaign Financing Trust Fund Contribution Added to Fees Country Zip Country 8. This corporation has liability for intangible tax under s. 199.032, Yes No 24 29 Florida Statutes 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name BENTRAM SPENCER 15373 SW 1079 PL. 82 Street Address (P.O. Box Number is Not Acceptable) **B3** MIAMI, 7.33157 84 City Zip Code 11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Horida 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, and tamiliar with, and accept the obtaining of Section 607.0505, Florida Statutes.

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1241 OF LICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. 13. (96/6)PRESIDENT /D DELETE Change Addition TITLE 1 1 THUE DEVON SPENCER 15553 SW 107B R, NEAME, A. 33157 VICE PRAES. D Whange 1.2 NAME NAME STREET ADDRESS 1.3 STREET ADDRESS CHY-ST-7P 1.4 CITY - ST - ZIP DELETE Addition 21 TITLE TITLE BENTRAM SAENCER 1553 SW 107B PL. MIAMI, 92-33157 2.2 NAME STREET ADDRESS 2.3 STREET ADDRESS CITY-ST-ZIF 2 4 CiTY - S1 - ZiP DELETE Change Addition TITLE 3.1 TITLE NAME 3.2 NAME STREET ADDRESS 3.3 STREET ADDRESS CITY - ST - ZIP 3.4 CITY - ST - ZIP 700002320337--元品。 -10/15/9?--01002--017 DITETE FITLE 4 1 TITLE NAME 4 2 NAME ****165.00 ****165.00 STREET ADDRESS 4.3 STREET ADORESS 4.4 CITY - ST ZIF CITY-ST-ZIP DELETE Change Addition TITLE 5.1.10113 NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY - \$1 - 702 5.4 CITY - \$1 - 7/P DELETE Change Addition TITLE 617/11/6 6.2 NAME NAME STREET ADDRESS **63 STREET ADDRESS** 64 CITY - ST - 7IP 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 eath, that I am an officer or director of the corporation or the receiver or trusts compowered to execute this report as required by Chapter 607. Florida Statutes: and that my name appears in Block 12 or Brock 13 if changed, or fine acceiver or trusts can address. 10-12-97 305-232-0293

Smyrna, GA 30080

Tel. 404-432-7261

Par. 404-743-3910



15553 S.W. 107th Place Miami, FL 33157 Tel. 305-232-0293 Pgr. 305-312-3028

Date: 10/15/1997

Ref: Florida Department Of State Division of Corporations

Dear Ted:

I Devon Spencer of Spencer Brothers Inc. do hereby authorize FSC Inc. to act as my agent reguarding the matters listed below:

We did not receive our second notice to file the 1997 Corporation annual report, and I would like Ted to do the following changes:

- 1) Fik AR for Spencer Brothers Inc. and pay the associated fees.
- 2) Change Bertram Spencer from President to Vice president and change Devon Spencer from Vice President to President..

Sincerely,

Devon Spencer James, dent