

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

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

FILED
May 07 1997 8:00am
Secretary of State

DOCUMENT # P95000003800 (6)

1. Corporation Name
FIC PEMBROKE CORP.



Principal Place of Business

% FINANCIAL INVESTMENTS CORP.
405 N. WABASH, RIVER PLAZA 2E
CHICAGO IL 60611

Mailing Address

% FINANCIAL INVESTMENTS CORP.
405 N. WABASH, RIVER PLAZA 2E
CHICAGO IL 60611

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

24 25
9. Name and Address of Current Registered Agent
CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE FL 32301

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

29 30
10. Name and Address of New Registered Agent

81 Name

Edward J. Schack

82 Street Address (P.O. Box Number is Not Acceptable)

6521 S. W. 145th Street

83

84 City

Miami

FL

85 Zip Code
33158

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 file if applicable.

(NOTE: Registered Agent signature required when reinstating)

4/25/97

12. OFFICERS AND DIRECTORS

TITLE D
NAME STEANS, HARRISON I
STREET ADDRESS % 405 N. WABASH, RIVER PLAZA 2E
CITY-ST-ZIP CHICAGO IL 60611

TITLE D
NAME STEANS, JENNIFER W
STREET ADDRESS % 405 N. WABASH, RIVER PLAZA 2E
CITY-ST-ZIP CHICAGO IL 60611

TITLE D
NAME MICHAELS, RICHARD D
STREET ADDRESS % 405 N. WABASH, RIVER PLAZA 2E
CITY-ST-ZIP CHICAGO IL 60611

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE
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:

SIGNATURE: RICHARD D MICHAELS 4/29/97 954-431-6800

CR2E034 (9/96)