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Mar 24 1997 8:00am  
Secretary of State

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| PROFIT CORPORATION ANNUAL REPORT 1997                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |  | FLORIDA DEPARTMENT OF STATE<br>Sandra B. Mortham<br>Secretary of State<br>DIVISION OF CORPORATIONS |                                                        | Mar 24 1997 8:00am<br>Secretary of State                                                                                                                    |  |
| DOCUMENT # P95000010984 (9)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 1. Corporation Name<br>NEW CITY SIGNS, INC.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| Principal Place of Business                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  | Mailing Address                                                                                    |                                                        |                                                                                                                                                             |  |
| 1829 - 28TH ST N<br>ST PETERSBURG FL 33713                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  | 1829 - 28TH ST N<br>ST PETERSBURG FL 33713-5547                                                    |                                                        |                                                                                                                                                             |  |
| 2. Principal Place of Business                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | 2a. Mailing Address                                                                                |                                                        | 3. Date Incorporated or Qualified<br>02/06/1995                                                                                                             |  |
| 21. State, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  | 26. State, Apt. #, etc.                                                                            |                                                        | 3a. Date of Last Report<br>03/20/1996                                                                                                                       |  |
| 22. City & State                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |  | 27. City & State                                                                                   |                                                        | 4. FEI Number<br>59-3300505                                                                                                                                 |  |
| 23. Zip                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  | 28. Zip                                                                                            |                                                        | 5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required                                                                    |  |
| 24. Country                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  | 29. Country                                                                                        |                                                        | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees                                              |  |
| 25. Country                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  | 30. Country                                                                                        |                                                        | 7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |
| 8. Name and Address of Current Registered Agent                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                                    | 10. Name and Address of New Registered Agent           |                                                                                                                                                             |  |
| DON MORELOCK<br>11135 73RD AVE N<br>SEMINOLE FL 34842                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |  |                                                                                                    | 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 _____ (NOTE: Registered Agent signature required when reinstating) _____ DATE _____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 12. OFFICERS AND DIRECTORS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 1.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 1.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 1.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 1.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 2.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 2.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 2.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 2.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 3.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 3.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 3.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 3.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 4.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 4.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 4.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 5.2 NAME                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 5.3 STREET ADDRESS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 5.4 CITY-ST-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| 6.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> 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 or changed, or on an attachment with an address. |  |                                                                                                    |                                                        |                                                                                                                                                             |  |
| SIGNATURE: _____ Donald R Morelock 3/17/97 813/323-7897                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  |                                                                                                    |                                                        |                                                                                                                                                             |  |

CR2E034 (9/96)