
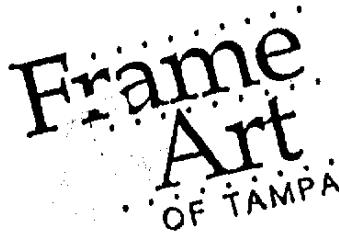


APPROVED  
AND  
FILED

1997 DEC 19 AM 11:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

<b>PROFIT CORPORATION ANNUAL REPORT 1997</b>		 <b>FLORIDA DEPARTMENT OF STATE</b> <b>Sandra B. Matham</b> Secretary of State DIVISION OF CORPORATIONS		<b>FILED</b> 1997 DEC 12 AM 11:23 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
<b>DOCUMENT #</b> 095000025432 <b>1. Corporation Name</b> COLORFUL DREAMS, INC					
<b>Principal Place of Business</b> 2194 MAIN ST - SUITE D DUNEDIN FLA 34698		<b>Mailing Address</b>		<b>3. Date Incorporated or Qualified</b> May 1995 <b>3a. Date of Last Report</b>	
<b>2. Principal Place of Business</b> <b>21</b> 2194 MAIN ST - SUITE D Suite, Apt. #, etc. SUITE D <b>22</b> City & State DUNEDIN FL <b>23</b> Zip 34698 <b>24</b> Country USA		<b>2a. Mailing Address</b> <b>26</b> Suite, Apt. #, etc. <b>27</b> City & State <b>28</b> Zip <b>29</b> Country		<b>4. FEI Number</b> 59-3304827 <b>5. Certificate of Status Desired</b> <input type="checkbox"/> <b>6. Election Campaign Financing</b> <input type="checkbox"/> <b>8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes</b> <input type="checkbox"/> Yes <input type="checkbox"/> No	
<b>9. Name and Address of Current Registered Agent</b> JACK ST ARNOLD, AGENT 1370 Pinehurst Ave Dunedin FL 34698			<b>10. Name and Address of New Registered Agent</b> <b>81</b> Name <b>82</b> Street Address (P.O. Box Number is Not Acceptable) <b>83</b> <b>84</b> City <b>85</b> Zip Code FL		
<b>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.</b> <b>SIGNATURE</b> Mark B. Fox <b>12/12/97</b> <small>Signature typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)</small>					
<b>12. OFFICERS AND DIRECTORS</b>			<b>13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 1997</b>		
<b>1.1 TITLE</b> OWNER, PRESIDENT <b>1.2 NAME</b> MARK FOX <b>1.3 STREET ADDRESS</b> 3329 Wind Chime Dr <b>1.4 CITY-ST-ZIP</b> Clearwater FL 34621			<b>1.1 TITLE</b> Secretary <b>1.2 NAME</b> Augusto Bonelli <b>1.3 STREET ADDRESS</b> c/o Frame Art <b>1.4 CITY-ST-ZIP</b> 11248 West Hillsborough Ave TAMPA FL 33615		
<b>2.1 TITLE</b> <b>2.2 NAME</b> <b>2.3 STREET ADDRESS</b> <b>2.4 CITY-ST-ZIP</b>			<b>2.1 TITLE</b> <b>2.2 NAME</b> <b>2.3 STREET ADDRESS</b> <b>2.4 CITY-ST-ZIP</b>		
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<b>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.</b> <b>SIGNATURE:</b> Mark B. Fox <b>12/12/97</b> <small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>					



(2)

December 12, 1997

Stacy Prather  
Document Specialist- Letter #29700034880  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Stacy,

As per our telephone conversation, I am re-applying for my annual Corporate Filing Annual Report. I had sent the report previously but you never received it. After seeing my check not clear for months, I wrote a letter to the Annual Reports Office. I received nothing back. Then I went for a bank loan and they told me I was NOT in good standing with the State of Florida. They gave me the phone number & I called. It turned out that the letter was responded to by the State but I had not received it because it was addressed without a Suite number. Your letter was subsequently returned to sender.

Now, here we are.... I am writing another check for \$165.00 so all the confusion should be eliminated. Thank you in advance for all of your cooperation. I'm sorry for all the delays.

Sincerely,

COLORFUL DREAMS, INC.  
dba Montage Gallery

A handwritten signature in black ink, appearing to read "Mark B. Fox", is written over the printed name.

Mark B. Fox, President/Owner

Chk 4456