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1997 MAY -8 PM 3:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra E. Morthagen
Secretary of State
DIVISION OF CORPORATIONS

PROFIT
CORPORATION
ANNUAL REPORT

9/10 1997

DOCUMENT #
1. Corporation Name

P95000098222

VERDE INDUSTRIES, INC.

Principal Place of Business
4723 W. ATLANTIC AVE.
BLDG A STE 20
DELRAY BEACH FL 33445

Mailing Address
4723 W. ATLANTIC AVE.
BLDG A STE 20
DELRAY BEACH FL 33445-3865

3. Date Incorporated or Qualified
04/27/95
3a. Date of Last Report
07/17/96

2. Principal Place of Business
21 Suite, Apt. #, etc.
22 City & State
23 Zip
24 Country
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4. FEI Number
65-0573513
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

7. This corporation has liability for intangible tax under s 199.032,
Florida Statutes
Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

THE LAW FIRM OF LAWRENCE J SPIEGEL CHRTD
343 ALMERIA AVENUE
CORAL GABLES FL 33134

81 Name
BRUCE BERGER
82 Street Address (P.O. Box Number is Not Acceptable)
4723 W. ATLANTIC AVENUE
83 BUILDING A SUITE 20
84 City
DELRAY BEACH
85 Zip Code
FL 33445

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 title if applicable

(NOTE: Registered Agent signature required when reinstating)

04/22/97

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PSTD	1.1 TITLE	
NAME	BERGER, BRUCE M	1.2 NAME	
STREET ADDRESS	4723 W. ATLANTIC AVE. BLDG A STE 20	1.3 STREET ADDRESS	
CITY, ST, ZIP	DELRAY BEACH FL 33445	1.4 CITY-ST-ZIP	
TITLE		2.1 TITLE	
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY, ST, ZIP		2.4 CITY-ST-ZIP	
TITLE		3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY, ST, ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY, ST, ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY, ST, ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY, ST, ZIP		6.4 CITY-ST-ZIP	

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-05/15/97-01103-008
***365.00 ***365.00

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 AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

03-31-97 561-498-4043

Date

Daytime Phone #

CR2E034 (9/96)

pg 2 of 2

VERDE INDUSTRIES, INC.

P.O. Box 4517 Boca Raton, FL 33429

Phone: 407-498-4043
FAX: 407-498-0246

April 14, 1997

Florida Department of State
Sandra B. Mortham
Secretary of State

Division of Corporations
Corporate Records
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Mortham:

I have enclosed payment for 1996 and 1997 Corporation annual report fees for my company: Verde Industries, Inc. as directed by a reinstatement representative via telephone on April 14, 1997.

In May 1995, Verde Industries, Inc. relocated to: 4723 W. Atlantic Ave. Suite A-20 Delray Beach, Florida 33445. It is recorded in your files that you had sent a letter in August of 1996 informing me of the dissolution of the company if payment was not received. I never received this letter. If I had, I would have sent in payment right away to avoid dissolution. Your records state you sent the letter to: 1561 S. Congress Ave. Suite 151 Delray Beach, FL 33445. It was never forwarded to me because it was past the one-year limit of the post office mail forwarding system. Therefore, it should have been returned to sender. Why wasn't this notice also sent to my home address that you have on file?

Please inform me of the status of the corporation at your earliest convenience.
Thank you for your time and consideration in this matter.

Sincerely,



Bruce Berger
President

pk
encl.