

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.
AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

APPROVED
AND
FILED

98 JUL 20 AM 11:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

0097261

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P95000029121 (7)

1. Corporation Name

VILLA CAPRI INVESTMENTS LIMITED, INC.

Principal Place of Business 1955 MISSION DR NAPLES FL 34109 US	Mailing Address 1955 MISSION DR NAPLES FL 34109 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 04/07/1995	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 59-3308804	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent VESPI, FRANK 1955 MISSION DR NAPLES FL 34109		10. Name and Address of New Registered Agent	
81	Name	82	Street Address (P.O. Box Number is Not Acceptable)
83		84	City
		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 _____ DATE _____
(Signature, typed or printed name of registered agent and title if applicable) (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PS	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	VESPI, FRANK	1.2 NAME	
STREET ADDRESS	7661 SAN SEBASTIAN WAY	1.3 STREET ADDRESS	700002595517--3
CITY-ST-ZIP	NAPLES FL 33942	1.4 CITY-ST-ZIP	-07/22/98--01065--016
TITLE	T	2.1 TITLE	***150.00 ***150.00
NAME	VESPI, DINA	2.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	1400 DIXIE RD	2.3 STREET ADDRESS	
CITY-ST-ZIP	MISSISSAUGA, ONT, CANADA L5E3E-1	2.4 CITY-ST-ZIP	
TITLE		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

I 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

Date

Daytime Ph. #

CR2E034 (5/98)

Villa Capri Investments Limited, Inc.
1955 Mission Drive
Naples, Fl. 34109

July 17, 1998

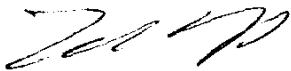
Florida Department of State
Division of Corporations
Annual Reports Filings
Tallahassee Fl. 32302- 1500

Re: Not receiving initial 1998 Profit Corporation Annual Report

At this time, we will be forwarding the \$150.00 fee to Florida Department of State, because we did not receive the initial report form and we feel that we should have the opportunity to make the standard fee payment instead of the penalty fee. I am new to the state and a small businessman, I do not like to make excuses but I feel in this case I did not remember on my own and without the initial notice I missed the deadline.

Your consideration in this matter will be greatly appreciated.

Yours truly,
Villa Capri Investments Limited, Inc.

A handwritten signature in black ink, appearing to read 'Frank Vespi', written in a cursive style.

Frank Vespi