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May 15 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # P95000075702 (7)

1. Corporation Name
GUITAR SUPERSTORES, INC.

Principal Place of Business
1180 E HALLANDALE BEACH BLVD
HALLANDALE FL 33009

Mailing Address
1180 E HALLANDALE BEACH BLVD
HALLANDALE FL 33009-4432



2. Principal Place of Business

21 Suite, Apt. #, etc.
22 City & State
23 Zip
24 Country

2a. Mailing Address

26 Suite, Apt. #, etc.
27 City & State
28 Zip
29 Country

9. Name and Address of Current Registered Agent

URT INDUSTRIES, INC.
1180 E HALLANDALE BEACH BLVD
HALLANDALE FL 33009

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83 City
84 Zip Code
FL 85

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, type and print full name of registered agent and file number, if applicable

(NAME) Registered Agent signature required when filing

DATE

12. OFFICERS AND DIRECTORS

TITLE	NAME	STREET ADDRESS	CITY-ST-ZIP
D	WOLK, ALLAN	% 3451 EXECUTIVE WAY	MIRAMAR FL 33025
D	WOLK, BRIAN	% 3451 EXECUTIVE WAY	MIRAMAR FL 33025
D	WOLK, JASON	% 3451 EXECUTIVE WAY	MIRAMAR FL 33025

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

13.1 TITLE	13.2 NAME	13.3 STREET ADDRESS	13.4 CITY-ST-ZIP	13.5 TITLE	13.6 NAME	13.7 STREET ADDRESS	13.8 CITY-ST-ZIP	13.9 TITLE	13.10 NAME	13.11 STREET ADDRESS	13.12 CITY-ST-ZIP
D	WOLK, ALLAN	1180 E HALLANDALE BEACH BLVD	HALLANDALE FL 33009								
D	WOLK, BRIAN	1180 E HALLANDALE BEACH BLVD	HALLANDALE FL 33009								
D	WOLK, JASON	1180 E HALLANDALE BEACH BLVD	HALLANDALE FL 33009								

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 reports 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; that 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 my address.

SIGNATURE:

JASON WOLK 4/25/97 9544545554

CR2E034 (9/96)