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**FILED**  
**Feb 26, 1999 8:00 am**  
**Secretary of State**

02-26-1999 90008 028 \*\*\*150.00

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PROFIT CORPORATION ANNUAL REPORT <b>1999</b>		FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # P95000077208**

1. Corporation Name  
**CAROLE AND COMPANY PROPERTIES, INC.**

Principal Place of Business 6539 CENTRAL AVE. ST. PETERSBURG FL 33710	Mailing Address 6539 CENTRAL AVE. ST. PETERSBURG FL 33710
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 <b>8000 SEMINOLE BLVD.</b> Suite, Apt. #, etc. <b>#1</b> City & State <b>SEMINOLE FL.</b> Zip <b>33772</b> Country <b>USA</b>	2a. Mailing Address 26 <b>8000 SEMINOLE BLVD</b> Suite, Apt. #, etc. <b>#1</b> City & State <b>SEMINOLE FL.</b> Zip <b>33772</b> Country <b>USA</b>
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3. Date Incorporated or Qualified <b>10/02/1995</b>	Applied For Not Applicable
4. FEI Number <b>59-3357219</b>	
5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	<b>\$5.00</b> May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**KERBO, GARY**  
**14261 82ND TERRACE N**  
**SEMINOLE FL 33776**

10. Name and Address of New Registered Agent

81 Name	
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	<b>FL</b>
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

TITLE	<b>D</b> <input type="checkbox"/> DELETE
NAME	<b>ZAPPALA, CAROLE</b>
STREET ADDRESS	<b>4950 GULF BLVD., #1007</b>
CITY-ST-ZIP	<b>ST. PETE BEACH FL 33706</b>
TITLE	<b>DP</b> <input type="checkbox"/> DELETE
NAME	<b>JOHNSON, TODD</b>
STREET ADDRESS	<b>7219 THIRD AVE. S</b>
CITY-ST-ZIP	<b>ST. PETERSBURG FL</b>
TITLE	<b>D</b> <input type="checkbox"/> DELETE
NAME	<b>SPOHN, JIM</b>
STREET ADDRESS	<b>1309 JUNGLE AVE. N</b>
CITY-ST-ZIP	<b>ST. PETERSBURG FL 33710</b>
TITLE	<b>D</b> <input type="checkbox"/> DELETE
NAME	<b>KERBO, GARY</b>
STREET ADDRESS	<b>14261 82ND TERR. N</b>
CITY-ST-ZIP	<b>SEMINOLE FL 33776</b>
TITLE	<b>D</b> <input type="checkbox"/> DELETE
NAME	<b>ZAPPALA, JOANNE</b>
STREET ADDRESS	<b>6621 8TH AVENUE NORTH</b>
CITY-ST-ZIP	<b>ST PETERSBURG FL 33710</b>
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

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 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, with all other like empowered.

SIGNATURE: GARY KERBO **GARY KERBO** **1-6-99** **727-319-8706**  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (1/98)