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Apr 30 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 # P95000081344 (0)

1. Corporation Name  
PROSPERITY MARKETING, INC.

Principal Place of Business  
1314 SW 83RD AVENUE  
NORTH LAUDERDALE FL 33068

Mailing Address  
1314 SW 83RD AVENUE  
NORTH LAUDERDALE FL 33068-3526



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified		3a. Date of Last Report	
21		26		10/20/1995		05/01/1996	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number		Applied For	
22		27		65-0629154		Not Applicable	
City & State		City & State		5. Certificate of Status Desired		<input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
23		28		6. Election Campaign Financing Trust Fund Contribution		<input type="checkbox"/> \$5.00 May Be Added to Fees	
Zip		Country		24		25	
29		30		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent

BRUCE, VIRGINIA  
1314 SW 83RD AVENUE  
NORTH LAUDERDALE FL 33068

10. Name and Address of New Registered Agent

81 Name  
82 Street Address (P.O. Box Number is Not Acceptable)  
83  
84 City  
FL 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: VIRGINIA BRUCE *Virginia Bruce* 4/16/97  
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	D	1.1 TITLE	
NAME	BRUCE, VIRGINIA	1.2 NAME	
STREET ADDRESS	1314 SW 83RD AVENUE	1.3 STREET ADDRESS	
CITY - ST - ZIP	NORTH LAUDERDALE FL 33068	1.4 CITY - ST - ZIP	
TITLE	D	2.1 TITLE	
NAME	BRUCE, FRED IV	2.2 NAME	
STREET ADDRESS	6308 BLVD. OF CHAMPIONS	2.3 STREET ADDRESS	
CITY - ST - ZIP	NORTH LAUDERDALE FL 33068	2.4 CITY - ST - ZIP	
TITLE	D	3.1 TITLE	
NAME	BRUCE, FRED III	3.2 NAME	
STREET ADDRESS	6308 BLVD. OF CHAMPIONS	3.3 STREET ADDRESS	
CITY - ST - ZIP	NORTH LAUDERDALE FL	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	

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, changed, or on an attachment with an address.

SIGNATURE: *Virginia Bruce* VIRGINIA BRUCE (954) 847-4070  
Signature and typed or printed name of signing officer or director Date 4/16/97 Daytime Phone

CR2E034 (9/96)