FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

PROFIT CORPORATION ANNUAL REPORT 1996

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

DOCUMENT # P95000087554 (8)

1. Corporation Name

FRED'S MEAD COMPANY

Principal Place of Business
3009 S.W. ARCHER RD., #E-8
GAINESVILLE FL 32608

Mailing Address
3009 S.W. ARCHER RD., #E-8
GAINESVILLE FL 32608

3. Date Incorporated or Qualified: 11/15/1995
3a. Date of Last Report:

4. FEI Number: [X] 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

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes [ ] Yes [X] No

2. Principal Place of Business
21
Suite, Apt. # etc.
22
City & State
23
24 25

2a. Mailing Address
26
Suite, Apt. #, etc.
27
City & State
28
29 Country 30

9. **Name and Address of Current Registered Agent**

BUHL, ALFRED W
3009 S.W. ARCHER RD., #E-8
GAINESVILLE FL 32608

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 ______ DATE ______

12. OFFICERS AND DIRECTORS

TITLE	D	[ ] DELETE
NAME	BUHL, ALLFRED W	
STREET ADDRESS	3009 S.W. ARCHER RD., #E-8	
CITY-ST-ZIP	GAINESVILLE FL 32608	
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		[ ] DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	President	[ ] Change [X] Addition
1.2 NAME	Alfred W. Buhl	
1.3 STREET ADDRESS	3009 SW Archer Rd #E8	
1.4 CITY-ST-ZIP	Gainesville, FL 32608	
2.1 TITLE	Vice-President	[ ] Change [X] Addition
2.2 NAME	Ray Badowski	
2.3 STREET ADDRESS	9617 NW 6th Place	
2.4 CITY-ST-ZIP	Gainesville, FL 32607	
3.1 TITLE	Treasurer	[ ] Change [X] Addition
3.2 NAME	Alfred W. Buhl	
3.3 STREET ADDRESS	3009 SW Archer Rd #E8	
3.4 CITY-ST-ZIP	Gainesville, FL 32608	
4.1 TITLE	Secretary	[ ] Change [X] Addition
4.2 NAME	Ray Badowski	
4.3 STREET ADDRESS	9617 NW 6th Place	
4.4 CITY-ST-ZIP	Gainesville, FL 32607	
5.1 TITLE	Marketing Vice-President	[ ] Change [X] Addition
5.2 NAME	C. Bradley Pilgeri	
5.3 STREET ADDRESS	616 NW 8th Place	
5.4 CITY-ST-ZIP	Gainesville, FL 32601	
6.1 TITLE		[ ] Change [ ] Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

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14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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: Alfred W. Buhl — SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — 4/25/96 — 352.846.1990

CR2E034 (12/95)