


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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Mar 10, 1999 8:00 am
Secretary of State

03-10-1999 90086 006 ***158.75

PROFIT CORPORATION ANNUAL REPORT 1999				FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P95000097753					
1. Corporation Name BEARLY RESOURCES, INC.					
Principal Place of Business 1825 PALM COVE BLVD. SUITE 307 DELRAY BEACH FL 33445			Mailing Address 1825 PALM COVE BLVD. SUITE 307 DELRAY BEACH FL 33445		
2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21		26		01/01/1996	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22		27		65-0628266	
City & State		City & State		5. Certificate of Status Desired	
23		28		X	
Zip		Zip		8.75 Additional Fee Required	
24		29		6. Election Campaign Financing	
Country		Country		Trust Fund Contribution	
25		30		5.00 May Be Added to Fees	
26		31		8. This corporation owes the current year Intangible Personal Property Tax.	
27		32		Yes No	
28		33		10. Name and Address of New Registered Agent	
29		34		81 Name	
30		35		82 Street Address (P.O. Box Number is Not Acceptable)	
31		36		83	
32		37		84 City	
33		38		85 Zip Code	
34		39		FL	
35		40		Zip Code	
36		41		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.	
37		42		SIGNATURE	
38		43		Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)	
39		44		DATE	
40		45		12. OFFICERS AND DIRECTORS	
41		46		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
42		47		1.1 TITLE	
43		48		1.2 NAME	
44		49		1.3 STREET ADDRESS	
45		50		1.4 CITY-ST-ZIP	
46		51		2.1 TITLE	
47		52		2.2 NAME	
48		53		2.3 STREET ADDRESS	
49		54		2.4 CITY-ST-ZIP	
50		55		3.1 TITLE	
51		56		3.2 NAME	
52		57		3.3 STREET ADDRESS	
53		58		3.4 CITY-ST-ZIP	
54		59		4.1 TITLE	
55		60		4.2 NAME	
56		61		4.3 STREET ADDRESS	
57		62		4.4 CITY-ST-ZIP	
58		63		5.1 TITLE	
59		64		5.2 NAME	
60		65		5.3 STREET ADDRESS	
61		66		5.4 CITY-ST-ZIP	
62		67		6.1 TITLE	
63		68		6.2 NAME	
64		69		6.3 STREET ADDRESS	
65		70		6.4 CITY-ST-ZIP	

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

March 04, 1999 (561) 241-9929

CR2E034 (1/98)