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

PROFIT CORPORATION ANNUAL REPORT

1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # P9600000003 (9)

BARON CAPITAL XVI, INC.

Principal Place of Business

Mailing Address

FILED 97 JUN -2 AM 10: 09

SECRETARY OF STATE TALLAHASSEE, FLORIDA

CINCINNATI OH 45242				CINCINNATI OH 45242-7703									
								3.	Date Incorporated or Qualified 12/29/1995	1	te of Las 14/199	st Report	
2. Princ	cipal Place of Bus	siness	2a. Mailin	2a. Mailing Address				4.	FEI Number			Applied For	
21	กิ			26					59-3366967			Not Applicable	
	Suite, Apt. #, etc.			Suite, Apt #, etc.				5.	Certificate of Status Desired	\$8.75 Additional Fee Required			
	City & State			City & State				6.	Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees			
Zip		Country		Zip Country				8. This corporation has liability for intangible tax under s. 199.032,					
24		25	29		—	30			Florida Statutes Yes No				
 	9, Nam	ent Registered A				10. Name and Address of New Registered Agent							
MCGRATH, GREGORY K 28050 U.S. HIGHWAY 19 NORTH SUITE 301						81 Name 82 Street Address (P.O. Box Number is Not Acceptable)							
	CLEARWATE	R FL 34621				83							
						84	City			FL	. **	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 Signature typed or printed name of registered agent and title if applicable. (NOT: Registered Agent signature required when reinstating) DATE DAT													
12.			AND DIRECTORS		13.				ADDITIONS/CHANGES TO OFFI	CERS AND	DIREC	TORS IN 12	
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		hat the information supp	lied with this filing	does not out				tated in Si	ection 119.07(3)(i). Florida Statut	es Lituribe	r certify	that the	

I do noted by definity that the information supplied with this integrated by the 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 ecceiver 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 changes, or on an attachment with an address.