

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

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Apr 15 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P96000001796 (7)
1. Corporation Name
CELEBRITY FOOD DISTRIBUTION SYSTEMS, INCORPORATE
D



Principal Place of Business 215 N FEDERAL HWY #6D BOCA RATON FL 33432 614 BANYAN TRAIL BOCA RATON, FL 33431	Mailing Address 215 N FEDERAL HWY #6D BOCA RATON FL 33432-3923 614 BANYAN TRAIL BOCA RATON, FL 33431
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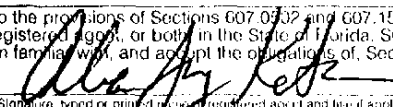
2. Principal Place of Business 21 614 BANYAN TRAIL Suite, Apt. #, etc. 22 City & State 23 BOCA RATON, FL Zip 24 33431 County 25 USA	2a. Mailing Address 26 614 BANYAN TRAIL Suite, Apt. #, etc. 27 City & State 28 BOCA RATON, FL 33431 Zip 29 33431 Country 30 USA
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3. Date Incorporated or Qualified 01/02/1996	3a. Date of Last Report
4. FEI Number 38-6192773	Applied For Not Applicable
5. Certificate of Status Desired <input checked="" type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input checked="" type="checkbox"/>	\$5.00 May Be Added to Fees
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
KANTER, ALAN
215 N FEDERAL HWY #6D- 614 BANYAN TRAIL
BOCA RATON FL 33432 BOCA RATON, FL 33431

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 607.002 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  MARCH 24, 1997
Signature, typed or printed name of registered agent and legal applicable (NOTE - Registered Agent signature required when resigning) DATE

12. OFFICERS AND DIRECTORS	
TITLE	D <input checked="" type="checkbox"/> DELETE
NAME	KANTER, ALAN
STREET ADDRESS	215 N FEDERAL HWY #6D
CITY-ST-ZIP	BOCA RATON FL 33432
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	PRESIDENT <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	ALAN JAY KANTER
1.3 STREET ADDRESS	614 BANYAN TRAIL
1.4 CITY-ST-ZIP	BOCA RATON, FL 33431
2.1 TITLE	S. <input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	SECRETARY <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
3.2 NAME	SAMUEL KANTER
3.3 STREET ADDRESS	3400 SOUTH OCEAN DRIVE #80
3.4 CITY-ST-ZIP	HIGHLAND BEACH, FL 33487
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 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 if changed, or on an attachment with an address.

SIGNATURE:  ALAN JAY KANTER 3/24/97 561-988-1231

CR2E034 (9/96)