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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 # P96000006206 (2)

1. Corporation Name
GREENLEAVES AND GRASS, INC.

Principal Place of Business
7041 GRAND NATIONAL DRIVE #230
ORLANDO FL 32819

Mailing Address
7041 GRAND NATIONAL DRIVE #230
ORLANDO FL 32819-8380



2. Principal Place of Business
21 8800 49TH ST. N.

Suite, Apt. #, etc.
22 Suite 410-20

City & State
23 Pinellas Park, FL

Zip Country
24 83782 25 U.S.A

9. Name and Address of Current Registered Agent

LAUBACH, TIMOTHY C ESQ
1218 MOUNT VERNON STREET
ORLANDO FL

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

(NOTE: Registered Agent's signature required when reinstating)

DATE

4-23-97

12. OFFICERS AND DIRECTORS

TITLE PTD
NAME CASEY, WILLIAM D
STREET ADDRESS 7041 GRAND NATIONAL DRIVE #230
CITY-ST-ZIP ORLANDO FL 32819

TITLE SVD
NAME AMRHEIN, JAMES A
STREET ADDRESS 5563 2ND AVENUE NORTH
CITY-ST-ZIP ST. PETERSBURG FL 33710

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE
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:

Timothy C. Laubach, President

4-23-97

1-888-547-1311

CR2E034 (9/96)