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Mar 03 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 # P96000009549 (2)

1. Corporation Name
ROBERT BEARS ENTERPRISES, INC.



Principal Place of Business: 10630 75 STREET NORTH LARGO FL 34847
Mailing Address: 10630 75 STREET NORTH LARGO FL 33777-1420

3. Date Incorporated or Qualified: 02/01/1996
3a. Date of Last Report
4. FEI Number: 59-3361928
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 No

2. Principal Place of Business
21. 1415a 63rd way N
22. Clearwater FL
23. 34620
24. 34620
25. Country
26. 70 Turtle creek cir.
27. Oldsmar FL
28. Oldsmar FL
29. 34677
30. Country

9. Name and Address of Current Registered Agent
PEARSE, RICHARD L JR
814 CHESTNUT STREET
CLEARWATER FL 34816

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: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS
D BEARS, ROBERT R SR
10630 75 STREET NO LARGO FL 34847
D BEARS, ROBERT R JR
10630 75 STREET NO LARGO FL 34847
D EDELMANN, GARY
10630 75 STREET NO LARGO FL 34847

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE: Change Addition
1.2 NAME
1.3 STREET ADDRESS: 120 Turtle creek cir.
1.4 CITY - ST - ZIP: Oldsmar FL 34677
2.1 TITLE: Change Addition
2.2 NAME
2.3 STREET ADDRESS: 70 Turtle creek cir.
2.4 CITY - ST - ZIP: Oldsmar FL 34677
3.1 TITLE: Change Addition
3.2 NAME: GARY EDELMANN
3.3 STREET ADDRESS: 8466 Ridgebrook Cir
3.4 CITY - ST - ZIP: Oldsmar FL 33556
4.1 TITLE: Change Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY - ST - ZIP
5.1 TITLE: Change Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY - ST - ZIP
6.1 TITLE: Change 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: _____ Robert R. Bears Jr 2/22/97 813 523 1881
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)