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Apr 29 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 # P96000012330 (2)

1. Corporation Name
PALM WATER CO., INC.

Principal Place of Business
8896 S.W. 129TH STREET
MIAMI FL 33178

Mailing Address
8896 S.W. 129TH STREET
MIAMI FL 33178-5818



3. Date Incorporated or Qualified
02/08/1996

3a. Date of Last Report
N/A

2. Principal Place of Business	2a. Mailing Address	4. FEI Number	Applied For
21. SAME	26. SAME	65-0654053	Not Applicable
Suite, Apt. #, etc.	Suite, Apt. #, etc.	5. Certificate of Status Desired	\$8.75 Additional Fee Required
22.	27.		
City & State	City & State	6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
23.	28.		
Zip	Zip	Country	Country
24.	25.	29.	30.

9. Name and Address of Current Registered Agent

PENZER, MARK
1840 WEST 49TH STREET
HIALEAH FL 33012

10. Name and Address of New Registered Agent

81. Name	N/A
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: N/A

Signature: typed or printed name of registered agent and fee if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D BARDITCH, IRVING	1.1 TITLE	
NAME	% 8896 S.W. 129TH ST.	1.2 NAME	N/A
STREET ADDRESS	MIAMI FL 33178	1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	D BARDITCH, EILEEN F	2.1 TITLE	
NAME	% 8896 S.W. 129TH ST.	2.2 NAME	N/A
STREET ADDRESS	MIAMI FL 33178	2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	D BARDITCH, LARRY E	3.1 TITLE	
NAME	% 8896 S.W. 129TH ST.	3.2 NAME	N/A
STREET ADDRESS	MIAMI FL 33178	3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	N/A
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	N/A
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	N/A
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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: [Signature] 4-12-97 305-255-1946

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

02/16/90

CR2E034 (9/96)