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Secretary of State

PROFIT CORPORATION ANNUAL REPORT
1997

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P96000022269

1. Corporation Name
The Carpet Magician, Inc.

Principal Place of Business — Mailing Address

1202 West Central Blvd.
Orlando, Florida 32805

3. Date Incorporated or Qualified: 3/12/96
3a. Date of Last Report: N/A

2. Principal Place of Business
21 2313 Silver Star Road
22 Suite, Apt. #, etc.
23 City & State: Orlando, Florida
24 Zip: 32804
25 Country: USA

2a. Mailing Address
26 2313 Silver Star Road
27 Suite, Apt. #, etc.
28 City & State: Orlando, Florida
29 Zip: 32804
30 Country: USA

4. FEI Number: 59-3350672 — Applied For / Not Applicable

5. Certificate of Status Desired [X] — $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 [X] Yes [ ] No

9. Name and Address of Current Registered Agent
Paulette Smith
105 15th Ave.
Ocoee, Florida 34761

10. Name and Address of New Registered Agent
81 Name: John L. Brewerton, III, P.A.
82 Street Address (P.O. Box Number is Not Acceptable): 250 North Orange Avenue, Penthouse Suite
83
84 City: Orlando FL
85 Zip Code: 32801

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] 6/17/97
Signature (typed or printed name of registered agent and title if applicable) (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	DELETE
	[ ]
	[ ]
	[ ]
	[ ]
	[ ]
	[ ]

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

	Change	Addition
1.1 TITLE President/Director 1.2 NAME Terry Reynolds 1.3 STREET ADDRESS 1202 W. Central Blvd. 1.4 CITY-ST-ZIP Orlando, Florida 32805	XX	[ ]
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	[ ]	[ ]

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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: X [signature] 6/17/97 401-649-9500
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — DATE — Daytime Phone #

CR2E034 (9/96)