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May 10, 1999 8:00 am
Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999		FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P96000027058			
1. Corporation Name F & J ENTERPRISES GROUP, INC.			
Principal Place of Business 799 SOUTHWEST 15TH AVENUE BOCA RATON FL 33486		Mailing Address 799 SOUTHWEST 15TH AVENUE BOCA RATON FL 33486	
2. Principal Place of Business 21 LABOR GIANT DBA Suite, Apt. #, etc. 22 2000 N. Dixie Highway City & State 23 Hollywood FL Zip Country 24 33020 25 US		2a. Mailing Address 26 2000 N. Dixie Highway Suite, Apt. #, etc. 27 City & State 28 Hollywood FL Zip Country 29 33020 30 US	
9. Name and Address of Current Registered Agent MCLAUGHLIN, FRANK 799 SW 15TH AVE BOCA RATON FL 33486		10. Name and Address of New Registered Agent 81 Name FRANCES LEWIS 82 Street Address (P.O. Box Number is Not Acceptable) 5096 N.E. 14th AVE 83 84 City Pompano Beach FL 85 Zip Code 33020	
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 <i>Frances Lewis</i> Frances Lewis President 5-3-99 <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE</small>			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE PTD NAME MCLAUGHLIN, FRANK H STREET ADDRESS 799 SOUTHWEST 15TH AVENUE CITY-ST-ZIP BOCA RATON FL 33486	<input type="checkbox"/> DELETE	1.1 TITLE TD 1.2 NAME MCLAUGHLIN, FRANK 1.3 STREET ADDRESS 2062 SUNSET PT RD, UNIT #63 1.4 CITY-ST-ZIP CLEARWATER, FL 33765	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE VSD NAME MCLAUGHLIN, JO ANN STREET ADDRESS 799 SOUTHWEST 15TH AVENUE CITY-ST-ZIP BOCA RATON FL 33486	<input type="checkbox"/> DELETE	2.1 TITLE SD 2.2 NAME MCLAUGHLIN, JO ANN 2.3 STREET ADDRESS 2062 SUNSET PT RD, UNIT #63 2.4 CITY-ST-ZIP CLEARWATER, FL 33765	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE PD NAME LEWIS STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> DELETE	3.1 TITLE PDM 3.2 NAME LEWIS, FRANCES 3.3 STREET ADDRESS 5096 NE 14th AVE 3.4 CITY-ST-ZIP POMPANO BEACH FL 33064	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> DELETE	4.1 TITLE VD 4.2 NAME COLON, ROSA 4.3 STREET ADDRESS 5096 NE 14th AVE 4.4 CITY-ST-ZIP POMPANO BEACH FL 33064	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

14. I 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, with all other like empowered.

SIGNATURE: *Frances Lewis* FRANCES LEWIS 5-3-99 (954) 927 6070
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)