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Jan 28 1998 8:00am
Secretary of State

PROFIT CORPORATION
ANNUAL REPORT
1998

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



DOCUMENT # P96000027668 (8)

1. Corporation Name

EARTH CARE PRODUCTS OF THE MIDWEST, INC.



Principal Place of Business
2300 GLADES ROAD
SUITE 440 WEST
BOCA RATON FL 33431

Mailing Address
2300 GLADES ROAD
SUITE 440 WEST
BOCA RATON FL 33431

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified
21 911 TUPPER LAKE ST.	26	03/29/1996
Suite, Apt. #, etc.	Suite, Apt. #, etc.	4. FEI Number
22 P.O. Box 536	27	65-0661211
City & State	City & State	Applied For
23 Lake Okechobee, MI	28	Not Applicable
Zip	Country	5. Certificate of Status Desired
24 48849	25 U.S.	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.
	29	Yes No

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
FARROW, DAVID A 2300 GLADES RD. SUITE 440 WEST BOCA RATON FL 33431	81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City
	Bruce C. Rosetto 2300 GLADES RD. SUITE 440 W BOCA RATON FL 33431

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 Bruce C. Rosetto, Vice President and General Counsel - B.C.R. 1/14/98
Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating.) DATE

12. OFFICERS AND DIRECTORS	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE NAME STREET ADDRESS CITY-ST-ZIP	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP
D FARROW, DAVID A 2300 GLADES ROAD SUITE 440 WEST BOCA RATON FL 33431	PRESIDENT MICHAEL A. Lupo 2300 GLADES RD. SUITE 440W BOCA RATON, FL 33431
TITLE NAME STREET ADDRESS CITY-ST-ZIP	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP
S IRONS, M. SCOTT 5540 SW 2 CT. PLANTATION FL	SECRETARY Bruce C. Rosetto 2300 GLADES RD. SUITE 440W BOCA RATON FL 33431
TITLE NAME STREET ADDRESS CITY-ST-ZIP	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP
T MARQUIS, LIONEL 5420 NW 73 TERRACE LAUDERHILL FL	TREASURER MICHAEL SCHMIDT 2300 GLADES RD. SUITE 440W BOCA RATON, FL 33431
TITLE NAME STREET ADDRESS CITY-ST-ZIP	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP
P COCKRUM, ALLEN L. 2300 GLADES RD., STE. 440W BOCA RATON FL	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP
TITLE NAME STREET ADDRESS CITY-ST-ZIP	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP

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.

SIGNATURE: Bruce C. Rosetto, Secretary 1/14/98 564384-3511

CR2E034 (10/97)