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Jun 29 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 # P96000030476 (1)

1. Corporation Name

BILLS AND MILLS, INC.

BILLS I, INC

N/C 5/19/98

Principal Place of Business

1826 ATLANTIC UNIVERSITY CIR.
JACKSONVILLE FL 32207

Mailing Address

4125-D WALKER AVE
GREENSBORO NC 27407

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

04/01/1996

4. FFI Number

56-1964178

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 owes or has paid the current year Intangible
Personal Property Tax due June 30.

Yes No

2. Principal Place of Business

21 3030 US 27 N

Suite, Apt. #, etc.

22 City & State

23 SEBRING FL

Zip Country

24 33870

25

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

Country

29

30

9. Name and Address of Current Registered Agent

CALDWELL, WILLIAM F
2822 LIGHTHOUSE BEND DRIVE
PONTE VEDRA BEACH FL 32082

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 (04) and 607 (05), 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 agree to the obligations of Section 607 (05), Florida Statutes.

SIGNATURE

Signature type: computer generated (Type in 10% type) (Type in 10% type)

(Type in 10% type) (Type in 10% type)

DATE

12. OFFICERS AND DIRECTORS

TITLE D
NAME RHODES, WILLIAM B
STREET ADDRESS 50 FISHERMANS COVE
CITY- ST- ZIP PONTE VEDRA BEACH FL 32082

DELETE

TITLE D
NAME CALDWELL, WILLIAM F
STREET ADDRESS 2822 LIGHTHOUSE BEND DR
CITY- ST- ZIP PONTE VEDRA BEACH FL 32082

DELETE

TITLE
NAME
STREET ADDRESS
CITY- ST- ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY- ST- ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY- ST- ZIP

DELETE

TITLE
NAME
STREET ADDRESS
CITY- ST- ZIP

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE

Change Addition

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY- ST- ZIP

2.1 TITLE

Change Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY- ST- ZIP

3.1 TITLE

Change Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY- ST- ZIP

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 hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(c), 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: [Handwritten Signature]

3-13-98

336-854-1020

CP2E034 (10/97)