

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED

May 14 1997 8:00am  
Secretary of State

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| <b>PROFIT CORPORATION ANNUAL REPORT 1997</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |  |  <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Sandra B. Northam</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |  |
| <b>DOCUMENT #</b> P96000030492<br><b>1. Corporation Name</b><br>TELE STATE TOURS INC                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |  |                                                                                                                                                                                                    |  |
| <b>Principal Place of Business</b><br>4342 N. FEDERAL HIGHWAY<br>FORT LAUDERDALE - FL 33308                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |  | <b>Mailing Address - SAME</b>                                                                                                                                                                      |  |
| <b>2. Principal Place of Business</b><br>21 Same Apt. #, etc.<br>22 City & State<br>23 Zip Country                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | <b>2a. Mailing Address</b><br>26 Suite, Apt. #, etc.<br>27 City & State<br>28 Zip Country                                                                                                          |  |
| <b>9. Name and Address of Current Registered Agent</b><br>CARMEN L ESPINOZA<br>11265 CORAL KEY DR<br>BOCA RATON FL 33498                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  | <b>10. Name and Address of New Registered Agent</b><br>81 Name<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City FL 85 Zip Code                                            |  |
| <b>11.</b> 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.                                                                                                                                                                  |  |                                                                                                                                                                                                    |  |
| <b>SIGNATURE</b><br>(Signature required for each registered agent, and if applicable, (NOTE: Registered Agent signature required when reinstating) DATE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |                                                                                                                                                                                                    |  |
| <b>12. OFFICERS AND DIRECTORS</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  | <b>13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12</b>                                                                                                                                       |  |
| 1.1 TITLE <input type="checkbox"/> DELETE<br>NAME CARMEN L. ESPINOZA<br>STREET ADDRESS 11265 CORAL KEY DR<br>CITY-STATE-ZIP BOCA RATON - FL 33498                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  | 1.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition<br>1.2 NAME<br>1.3 STREET ADDRESS<br>1.4 CITY-STATE-ZIP                                                                |  |
| 2.1 TITLE <input type="checkbox"/> DELETE<br>NAME JUDY I. SAINT-PERE<br>STREET ADDRESS 9266 W ATLANTIC BLVD APT 4<br>CITY-STATE-ZIP CORAL SPRING - FL 33071 1025                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |  | 2.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition<br>2.2 NAME<br>2.3 STREET ADDRESS<br>2.4 CITY-STATE-ZIP                                                                |  |
| 3.1 TITLE <input type="checkbox"/> DELETE<br>NAME<br>STREET ADDRESS<br>CITY-STATE-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  | 3.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition<br>3.2 NAME<br>3.3 STREET ADDRESS<br>3.4 CITY-STATE-ZIP                                                                |  |
| 4.1 TITLE <input type="checkbox"/> DELETE<br>NAME<br>STREET ADDRESS<br>CITY-STATE-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  | 4.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition<br>4.2 NAME<br>4.3 STREET ADDRESS<br>4.4 CITY-STATE-ZIP                                                                |  |
| 5.1 TITLE <input type="checkbox"/> DELETE<br>NAME<br>STREET ADDRESS<br>CITY-STATE-ZIP                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  | 5.1 TITLE <input type="checkbox"/> Change <input type="checkbox"/> Addition<br>5.2 NAME<br>5.3 STREET ADDRESS<br>5.4 CITY-STATE-ZIP                                                                |  |
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| <b>14.</b> 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 stated 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. |  |                                                                                                                                                                                                    |  |
| <b>SIGNATURE:</b> <i>Carmen L Espinoza</i><br>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |  | CARMEN L ESPINOZA<br>04-19-97 (964) 3519399<br>Date Daytime Phone #                                                                                                                                |  |

CR2E034 (9/96)