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Apr 29 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # P96000033450 (3)

1. Corporation Name
RHEMA DISTRIBUTORS, INC.



Principal Place of Business
2050 W. 56 ST., STE. 5
HIALEAH FL 33016

Mailing Address
2050 W. 56 ST., STE. 5
HIALEAH FL 33016

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address	
21 2050 W 56 ST	26 2050 W 56 ST		
Suite, Apt. #, etc. 22 # 8		Suite, Apt. #, etc. 27 # 8	
City & State 23 HIALEAH FL		City & State 28 HIALEAH FL	
Zip 24 33016	Country 25 USA	Zip 29 33016	Country 30 USA

3. Date Incorporated or Qualified 04/17/1996	
4. FEI Number 65-0658348	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent GRILLE, NELSON 2050 W. 56 ST., STE. 5 HIALEAH FL 33016		10. Name and Address of New Registered Agent	
B1 Name	GRILLE, NELSON		
B2 Street Address (P.O. Box Number is Not Acceptable)	2050 W 56 ST # 8		
B3			
B4 City	HIALEAH	FL	B5 Zip Code 33016

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 NELSON GRILLE *Nelson Grille* 4/24/98
Signature, typed or printed name of registered agent and title if applicable. (Not a Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D GRILLE, NELSON	1.1 TITLE	D GRILLE NELSON
NAME	2050 W. 56 ST., STE. 5	1.2 NAME	2050 W 56 ST STE 5
STREET ADDRESS	HIALEAH FL 33016	1.3 STREET ADDRESS	HIALEAH - FL 33016
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	D GRILLE, ANA	2.1 TITLE	D GRILLE, ANA
NAME	2050 W. 56 ST., STE. 5	2.2 NAME	2050 W 56 ST STE 5
STREET ADDRESS	HIALEAH FL 33016	2.3 STREET ADDRESS	HIALEAH - FL 33016
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE		3.1 TITLE	
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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 *Nelson Grille* 4/24/98 (551,157-4060)

CR2E034 (10/97)