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**May 21 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997



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

DOCUMENT # P96000043312 (3)
1. Corporation Name
STUFF BY NET CORP.



Principal Place of Business: 115 BREAKERS COURT, PUNTA GORDA FL 33950
Mailing Address: 115 BREAKERS COURT, PUNTA GORDA FL 33950-5300

2. Principal Place of Business (21-24) and 2a. Mailing Address (25-30) fields with sub-headers for Suite, City & State, Zip, and Country.

3. Date Incorporated or Qualified: 05/21/1996
3a. Date of Last Report: 05/21/1996
4. FEI Number: 04-3339582
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing: \$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes: Yes

9. Name and Address of Current Registered Agent: FULWILER, STANLEY S, 115 BREAKERS COURT, PUNTA GORDA FL 33950

10. Name and Address of New Registered Agent: ALAN RIFKIN, 115 BREAKERS COURT, PUNTA GORDA, FL 33950

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: [Signature] DATE: 4/20/97

12. OFFICERS AND DIRECTORS

TITLE	D	DELETE
NAME	FULWILER, STANLEY S	
STREET ADDRESS	115 BREAKERS COURT	
CITY-ST-ZIP	PUNTA GORDA FL 33950	
TITLE	D	DELETE
NAME	MARY FULWILER	
STREET ADDRESS	115 BREAKERS COURT	
CITY-ST-ZIP	PUNTA GORDA FL 33950	
TITLE	PRESIDENT	DELETE
NAME	RIFKIN, ALAN	
STREET ADDRESS	PO BOX 10	
CITY-ST-ZIP	50 HADLEY MA 01075	
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

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	DIRECTOR	Change	Addition
2.2 NAME	FULWILER, MARY		
2.3 STREET ADDRESS	115 BREAKERS COURT		
2.4 CITY-ST-ZIP	PUNTA GORDA FL 33950		
3.1 TITLE	PRESIDENT	Change	Addition
3.2 NAME	RIFKIN, ALAN		
3.3 STREET ADDRESS	77 W. STATE STREET		
3.4 CITY-ST-ZIP	GROTON MA 01073		
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 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 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] DATE: 4/20/97

CR2E034 (9/96)