

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

FILED
May 01 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P96000045832 (8)
 1. Corporation Name
SOUTH FLORIDA MARINE INVESTORS, INC.



Principal Place of Business 205 E CENTRAL BLVD SUITE 304 ORLANDO FL 32801	Mailing Address P.O. Box 12063 Pensacola, FL 32590
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2. Principal Place of Business 21 600 South Barrachas	2a. Mailing Address 26 P.O. Box 12063	3. Date Incorporated or Qualified 05/23/1996	3a. Date of Last Report N/A
22 Suite, Apt. #, etc.	27 Suite, Apt. #, etc.	4. FEI Number 59-3404884	Applied For <input type="checkbox"/> Not Applicable
23 City & State Pensacola FL	28 City & State Pensacola FL	5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees
24 Zip 32501	25 Country USA	29 Zip 32590-2063	30 Country
9. Name and Address of Current Registered Agent NISI, FRANK P JR 205 E CENTRAL BLVD SUITE 304 ORLANDO FL 32801		10. Name and Address of New Registered Agent 81 Name Johnny Matthews 82 Street Address (P.O. Box Number is Not Acceptable) 804 S. Palafox 83 84 City Pensacola FL 85 Zip Code 32501	

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: Johnny Matthews Vice President
 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	<input type="checkbox"/> DELETE	1.1 TITLE	President - P <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		1.2 NAME	Ray Russenberger
STREET ADDRESS		1.3 STREET ADDRESS	804 S. Palafox
CITY-ST-ZIP		1.4 CITY-ST-ZIP	Pensacola, FL 32501
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	V/T/S <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		2.2 NAME	Johnny Matthews
STREET ADDRESS		2.3 STREET ADDRESS	804 S. Palafox
CITY-ST-ZIP		2.4 CITY-ST-ZIP	Pensacola, FL 32501
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	V <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		3.2 NAME	Doug Halford
STREET ADDRESS		3.3 STREET ADDRESS	804 S. Palafox
CITY-ST-ZIP		3.4 CITY-ST-ZIP	Pensacola, FL 32501
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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: Johnny Matthews 4/25/97 (904) 432-0602

CR2E034 (9/96)