SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998.

AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATES, \$750).

SIGNATURE:

Jul 30 1998 8:00am PROFIT FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham Secretary of State **ANNUAL REPORT** Secretary of State DIVISION OF CORPORATIONS 1998 P96000076959 (1) 1. Corpor M & STPROPERTY HOLDINGS, INC. Principal Place of Business Mailing Address 740 N.W. 107TH AVE. 740 N.W. 107TH AVE. **PLANTATION FL 33324** PLANTATION FL 33324 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 09/16/1996 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 65-0768814 applied fo 21 26 Not Applicable Suite. Apt. #. etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State \$5.00 May Be 6. Election Campaign Financing 23 28 Trust Fund Contribution Added to Fees Country 8. This corporation owes or has paid the current year intangible Zip Zip Country Personal Property Tax due June 30. 24 25 29 30 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name CARRIUOLO, ANTHONY J ESQ. **ECKERT SEAMANS CHERIN & MELLOTT** 82 Street Address (P.O. Box Number is Not Acceptable) 450 E. LAS OLAS BLVD., #800 83 FORT LAUDERDALE FL 33301 84 City 85 Zip Code 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, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) (96/9)12. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13 TITLE DP 1 1 TITLE Change Addition L DELETE CR2E034 CARRIUOLO, ANTHONY J NAME 1.2 NAME 740 N.W. 107TH AVE. STREET ADORESS 1.3 STREET ADDRESS PLANTATION FL 33324 CITY-ST-ZIP 1.4 CITY-ST-ZIP TITLE DST DELETE 2.1 TITLE Change Addition MICHAELS, MARIETTA L NAME 2.2 NAME 740 N.W. 107TH AVE. STREET ADDRESS 2.3 STREET ADDRESS **PLANTATION FL 33324** CITY-ST-ZIP 2.4 CITY-ST-ZIP TITLE DELETE 3.1 TITLE Change Addition NAME 3.2 NAME 3.3 STREET ADDRESS STREET ADDRESS 3.4 CITY-ST-ZIP CITY-ST-ZIF TITLE DELETE 4.1 TITLE Change Addition NAME 4.2 NAME STREET ADDRESS 4.3 STREET ADDRESS CITY-ST-ZIP 4.4 CITY-ST-ZIP 200002603**71 (abilinge** Addition -07/31/98--01019--031 TITLE DELETE 5.1 TITLE NAME 5.2 NAME ***150.00 STREET ADDRESS 5.3 STREET ADDRESS CITY-ST-ZIP 5.4 CITY-ST-ZIF TITLE 6.1 TITLE DELETE ___ Change Addition 6.2 NAME NAME 6.3 STREET ADDRESS STREET ADORESS 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 an attachment with an address.

FILED

(१५५) 523-0400

ECKERT SEAMANS CHERIN & MELLOTT, LC

ATTORNEYS AT LAW

July 2, 1998

Las Olas Centre Tighth Floor 450 East Las Olas Boulevard Fort Lauderdale, FL 33301 Telephone 954/523-0400 Facsimile 954/523-7002

Division of Corporations Attn: Annual Reports Post Office Box 6327 Tallahassee, FL 32314

M & S. Property Holdings, Inc. FEI No. 65-0768814

Gentlemen:

At your office's direction, I am sending you this letter as a request for a waiver of the \$400 "late fee" which has been charged to this corporation pursuant to the "2nd Notice" which I received July (. I did not receive the "1st Notice" and therefore believe a late fee is not warranted. Ascordingly, I enclose a check in the amount of \$150.00.

Coincidentally, I only received a "2nd Notice" for 1997 as well. Please take whatever steps necessary to ensure that I receive the "1st Notice" for annual renewal in 1999.

If you have any questions, please feel free to contact me.

Sincerely yours,

Anthony J. Carriuolo

AJC/men

Fort Lauderdale

Boca Raton

Miami

Tallahassee

Pittsburgh

Harrisburg

Allentown

Philadelphia

Marlton

Boston

Washington, D.C.

1/23/98=

Per Stacy of your office, I am resulementing this Annual Regart and my request for wonver of the labe fee. Please file the Annual Regart. Thungan.

ANTHONY J. CARRIUOLO 954/ 768-5358 aic@escm.com