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Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # P96000078529 (0)

1. Corporation Name
GUY SPENCER, INC.



Principal Place of Business
2465 NORTHWEST 33RD STREET
UNIT 1502
FORT LAUDERDALE FL 33309

Mailing Address
2465 NORTHWEST 33RD STREET
UNIT 1502
FORT LAUDERDALE FL 33309-6468

3. Date Incorporated or Qualified 09/20/1996	3a. Date of Last Report NONS
4. FEI Number	Applied For <input checked="" type="checkbox"/> 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 has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

2. Principal Place of Business 21 1436 DEWEY ST Suite, Apt. #, etc. 22 City & State 23 HOLLYWOOD FL Zip 24 33020 Country 25 USA	2a. Mailing Address 26 1436 DEWEY ST Suite, Apt. #, etc. 27 City & State 28 HOLLYWOOD FL Zip 29 33020 Country 30 USA
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9. Name and Address of Current Registered Agent GARBER & CAMPBELL, P.A. 12000 BISCAYNE BLVD SUITE 216 MIAMI FL 33181	10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code FL
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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 *Guy Spencer*
Signature of the person named as registered agent and the if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE P President NAME Guy Spencer STREET ADDRESS 1436 Dewey St. CITY-ST-ZIP Hollywood FL 33020 USA TITLE Vice President NAME NONE STREET ADDRESS CITY-ST-ZIP TITLE S Secretary NAME Carol Sawyer STREET ADDRESS 1436 Dewey St Hollywood CITY-ST-ZIP FL 33020 TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP 3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP 4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP 5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP 6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP BANK 3/5/97

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: *Guy Spencer*
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
22-1-97 954 927 4622
Date Daytime Phone #

CR2E034 (9/96)