

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

FILED

Apr 18 1997 8:00am  
Secretary of State

|                                                       |                                                                                   |                                                                                                           |
|-------------------------------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|
| PROFIT<br>CORPORATION<br>ANNUAL REPORT<br><b>1997</b> |  | FLORIDA DEPARTMENT OF STATE<br><b>Sandra B. Mortham</b><br>Secretary of State<br>DIVISION OF CORPORATIONS |
|-------------------------------------------------------|-----------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|

DOCUMENT # **P96000084709 (0)**

1. Corporation Name  
**EARTH GARDEN, INC.**

Principal Place of Business

**4215 SOUTHPOINT BLVD  
SUITE 100  
JACKSONVILLE FL 32216**

Mailing Address

**4215 SOUTHPOINT BLVD  
SUITE 100  
JACKSONVILLE FL 32216-0999**

|                                                                                                                                                                |                                                        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|
| 3. Date Incorporated or Qualified<br><b>10/14/1996</b>                                                                                                         | 3a. Date of Last Report<br><b>N/A</b>                  |
| 4. FEI Number<br><b>59-3411495</b>                                                                                                                             | Applied For<br><input type="checkbox"/> Not Applicable |
| 5. Certificate of Status Desired<br><input type="checkbox"/>                                                                                                   | <b>\$8.75 Additional<br/>Fee Required</b>              |
| 6. Election Campaign Financing<br>Trust Fund Contribution<br><input type="checkbox"/>                                                                          | <b>\$5.00 May Be<br/>Added to Fees</b>                 |
| 8. This corporation has liability for intangible tax under s. 199.032,<br>Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |                                                        |

|                                |                       |
|--------------------------------|-----------------------|
| 2. Principal Place of Business | 2a. Mailing Address   |
| 21 <b>6225 Powers Avenue</b>   | 26                    |
| 22 Suite, Apt #, etc.          | 27 Suite, Apt #, etc. |
| 23 <b>Jacksonville, FL</b>     | 28 City & State       |
| 24 <b>32207</b>                | 29 Zip                |
| 25 <b>US</b>                   | 30 Country            |

|                                                                                          |  |                                                       |           |
|------------------------------------------------------------------------------------------|--|-------------------------------------------------------|-----------|
| 9. Name and Address of Current Registered Agent                                          |  | 10. Name and Address of New Registered Agent          |           |
| <b>ANSBACHER, LEWIS<br/>4215 SOUTHPOINT BLVD<br/>SUITE 100<br/>JACKSONVILLE FL 32216</b> |  | 81 Name                                               |           |
|                                                                                          |  | 82 Street Address (P.O. Box Number is Not Acceptable) |           |
|                                                                                          |  | 83                                                    |           |
|                                                                                          |  | 84 City                                               | <b>FL</b> |
|                                                                                          |  | 85 Zip Code                                           |           |

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 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                      | <b>D</b>                             | 1.1 TITLE                                             | <b>DV</b>                     |
| NAME                       | <b>ANSBACHER, LEWIS</b>              | 1.2 NAME                                              | <b>John Prisoc</b>            |
| STREET ADDRESS             | <b>4215 SOUTHPOINT BLVD, STE 100</b> | 1.3 STREET ADDRESS                                    | <b>6225 Powers Avenue</b>     |
| CITY-ST-ZIP                | <b>JACKSONVILLE FL 32216</b>         | 1.4 CITY-ST-ZIP                                       | <b>Jacksonville, FL 32207</b> |
| TITLE                      | <input type="checkbox"/> DELETE      | 2.1 TITLE                                             | <b>DV</b>                     |
| NAME                       |                                      | 2.2 NAME                                              | <b>Curtis Hill</b>            |
| STREET ADDRESS             |                                      | 2.3 STREET ADDRESS                                    | <b>6225 Powers Avenue</b>     |
| CITY-ST-ZIP                |                                      | 2.4 CITY-ST-ZIP                                       | <b>Jacksonville, FL 32207</b> |
| TITLE                      | <input type="checkbox"/> DELETE      | 3.1 TITLE                                             | <b>DS</b>                     |
| NAME                       |                                      | 3.2 NAME                                              | <b>Beth Angelo</b>            |
| STREET ADDRESS             |                                      | 3.3 STREET ADDRESS                                    | <b>6225 Powers Avenue</b>     |
| CITY-ST-ZIP                |                                      | 3.4 CITY-ST-ZIP                                       | <b>Jacksonville, FL 32207</b> |
| TITLE                      | <input type="checkbox"/> DELETE      | 4.1 TITLE                                             | <b>P</b>                      |
| NAME                       |                                      | 4.2 NAME                                              | <b>Jarrold Rosenbaum</b>      |
| STREET ADDRESS             |                                      | 4.3 STREET ADDRESS                                    | <b>6225 Powers Avenue</b>     |
| CITY-ST-ZIP                |                                      | 4.4 CITY-ST-ZIP                                       | <b>Jacksonville, FL 32207</b> |
| TITLE                      | <input type="checkbox"/> DELETE      | 5.1 TITLE                                             | <b>T</b>                      |
| NAME                       |                                      | 5.2 NAME                                              | <b>Laurie Bauguss</b>         |
| STREET ADDRESS             |                                      | 5.3 STREET ADDRESS                                    | <b>6225 Powers Avenue</b>     |
| CITY-ST-ZIP                |                                      | 5.4 CITY-ST-ZIP                                       | <b>Jacksonville, FL 32207</b> |
| TITLE                      | <input type="checkbox"/> DELETE      | 6.1 TITLE                                             | <b>Jacksonville, FL 32207</b> |
| 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 or changed, or on an attachment with an address

SIGNATURE:

*Curtis V. Hill* *Curtis V. Hill* *4/18/97*

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

0034864

CR2E034 (9/96)