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PROFIT CORPORATION ANNUAL REPORT

1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # P96000093758 (6)

MASTERPIECE MARKETING & MEDIA, INC.

Principal Place of Business Mailing Address BOLANOS, TRUVTON & YOUNGS, R.A. BOLANOS, TRUVTON & YOUNGS, P.A. 2121 PONCE DE LEON BLYD SUITE 1095 2121 PONCE DE LEON BLVD SUITE 1035 GORAL GABLES FL 39194 CORAL CABLES FL 33134-5210 3. Date Incorporated or Qualified 3a. Date of Last Report 11/15/1996 2. Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 8660 College Parkway Not Applicable 26 8660 College Parkway 65-3720421 Suite, Apt. #, etc Suite, Apt. #, etc. \$8.75 Additional 6. Certificate of Status Desired 160 Fee Required 27 160 City & State City & State \$5.00 May Be 6. Election Campaign Financing 23 Fort Myers, Florida Fort Myers, Florida Trust Fund Contribution Added to Fees Zip Zip 8. This corporation has liability for intangible tax under s. 199.032, 33919 25 USA 29 33919 Florida Statutes Yes X No 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent Name TRUXTON, GREGG S 2121 PONCE DE LEON BLVD Street Address (P.O. Box Number is Not Acceptable) 82 Suite 1885 CORAL GABLES FL 33134 Suite 600 R4 City 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 Signative typical or printed name of registered agent and title if applicable. (NOTE Registered Agent signature required when reinstating) OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 (96/6)12 13. DELETE Change Addition THE P/S/T/D 1.1 TITLE 1.2 NAME CR2E034 NAME Schwantes, Joseph C. 8660 College Parkway, Suite 160 Fort Myers, Florida 33919 STREET ADDRESS 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP CITY ST ZIF DELETE Change Addition TITLE 21 TITLE NAME 2.2 NAME 2.3 STREET ADDRESS STREET ADORESS CITY-ST-20P 2.4 CITY-ST-ZIP DELETE Change Addition 31 TITLE TITLE NAME 32 NAME 3.3 STREET ADDRESS STREET ADDRESS 3.4. CITY-ST-2IP CITY-ST-ZIF DELETE Change Addition TOLE 4.1 TITLE 4. 2 NAME NAME 4.3 STREET ADDRESS STREET ADDRESS 4.4 CITY-ST-ZIP CITY - ST - 2IP DELETE Change Addition 5.1 TITLE TITLE 5.2 NAME

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 19.07(3)(1), 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 307, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

5.3 STREET ADDRESS

63 STREET ADDRESS

Joseph

64 CITY-ST-ZIP

5.4 CITY - ST - ZIP

6.1 TITLE 6.2 NAME

SIGNATURE:

NAME

THLE

NAME

STREET ADDRESS CITY-SI-ZIF

STREET ADDRESS

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

DELETE

Schwantes Pate

(941)482-5775

Addition

FILED

Apr 14 1997 8:00am

Secretary of State