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

PROFIT CORPORATION ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

FILED May 14 1997 8:00am Secretary of State

1997 DIVISION OF DOCUMENT # P96000094125 (7)

SUN-UP	PRODUCTIONS, INC.				
Principal Place	of Business	Mailing Address			
8800 US #1 - (POST OFFICE I WABASSO FL 3	#1 BOX 30	8800 US #1 - #1 POST OFFICE BOX 30 WABASSO FL 32970			
1					3. Date Incorporated or Qualified 3s. Date of Last Report 11/18/1996
2. Principal Pla	ace of Business	2a. Mailing Address			4. FEI Number Applied For
21		26			65-0703042 Not Applicable
Suite, Apt. 4	#, etc.	Suite, Apt. #, etc.			5. Certificate of Status Desired Secured Secured
22		27 City & State			Fee Required
City & State		City & State			6. Election Campaign Financing \$5.00 May Be Trust Fund Contribution Added to Fees
23 Zip	Country	28	Country	····	
	25		30		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes Yes
24	9. Name and Address of Current		5U j		10. Name and Address of New Registered Agent
MCC			81	Name	
	SIER, JUDITH A		82		Addison (D.O. D., M., J., M.) Association
8800 US #1 - #1 WABASSO FL 32970-0030				Street	Address (P.O. Box Number is Not Acceptable)
1170	14330 FE 32870 0030		83		
			<u> </u>		
			84	City	FL 85 Zip Code
office or re agent. Lar SIGNATURE	egistered agent, or both, in the State on familiar with, and accept the obligat	of Florida. Such change was au ions of, Section 607.0505, Flor	ithorized by ida Statutes	the corp s.	corporation submits this statement for the purpose of changing its registered poration's board of directors. I hereby accept the appointment as registered
	Signature, typed or pointed name of registered agent OFFICERS AND		Registered Age	int signature	Prequired when reinstating) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
12.	OFFICERS AND	DELETE	1.1 TITLE		PRESIDENT Change Addition
NAME		Land Parally	1.2 NAME		THE MALE
			1.3 STREET	ADDRESS	JOYCE BICWELL 1324 CORAL PARK LN
STREET ADDRESS			1.4 CITY - S		VERO BEACH, FL 32963
DATY - ST - ZIP		DELETE	2.1 TITLE	11-511	V-T-S . Change Addition
NAME			2.2 NAME		JUDITH A. MESSIER
STREET ADDRESS			2.3 STREET	ADDRESS	1525 CORAL OAK LN.
CITY- ST-ZIP			2.4 CITY-		VERO BEACH, FL. 82963
TITLE		DELETE	31 TITLE	DI 211	Change Addition
NAME			3 2 NAME		
STREET ADORESS			3 3 STREET	ADDRESS	
C([Y+S]-2)P			3 4. CITY-	ST-ZIP	
TITLE		DELETE	4.1 TITLE		Change Addition
NAME			4.2 NAME		
STREET ADDRESS			4.3 STREET	ADDRESS	
CITY-ST-Z0°			4.4 CITY-1	ST-ZIP	
1011.6		DELETE	5.1 TITLE		Change Addition
NAME			5.2 NAME		
STREET ADDRESS			5.3 STREET	ADDRESS	
City-St-Zir			5.4 CITY-5	ST-21P	
TIFLE		DELETE	6.1 TITLE		Change Addition
NAME			6.2 NAME		
STREET ADDRESS			6.3 STREE	ADDRESS	
CITY - ST-ZIP			6.4 CITY-1	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 it 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:

GIATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/28/97 (561) 388-2340