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

Mailing Address

P O BOX 510717

PROFIT CORPORATION ANNUAL REPORT

1997

appears in Block 12 or Block 13

SIGNATURE:

Principal Place of Business

6005 N WICKHAM RD



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P96000095391 (4)

CITICEPTS INTERNATIONAL REALTY, INC

MELBOURNE BEACH FL 32951-0717 MELBOURNE FL 32940 3. Date Incorporated or Qualified 3a. Date of Last Report 11/18/1996 FEI Numbe 2. Princ pal Place of Business 2a. Mailing Address Applied For 06087 21 26 Not Applicable Suite, Apl. #, etc. Suite, Apt. #, etc \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State 6. Election Campaign Financing \$5.00 May Be Trust Fund Contribution Added to Fees 28 23 Country Zip Country Zır 8. This corporation has liability for intengible tax under s. 199.032, Florida Statutes Yes No 30 24 25 29 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name WHALEY, JAMES M 6005 N WICKHAM RD Street Address (P.O. Box Number is Not Acceptable) **MELBOURNE FL 32940** 83 84 City 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 Styresture, typed or printed name of registrated agent and tille if apphoable (NOTE: Registered Agent signature required when rainstating) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 OFFICERS AND DIRECTORS 13. 12 DELFTE 1.1 TITLE THILE WHALEY, JAMES M MAX 1.2 NAME 6005 N WICKHAM RD 1.3 STREET ADDRESS STREET ADDRESS **MELBOURNE FL 32940** CITY - \$1 - 7IP 1.4 CITY-ST-ZIP **Addition** DELETE 2.1 TITLE THE 2.2 NAME NAME 2.3 STREET ADDRESS STREET ADDRESS 2.4 CITY-ST-ZIP Change DELETE Addition TITLE 3 1 TITLE NAME 3.2 NAME STREET ADDRESS 3.3 STREET ADDRESS 3.4. CITY - ST - ZIP CITY ST DELETE Change Addition TITLE 4.1 TITLE NAME 4 2 NAME STREET ADDRESS 43 STREET ADDRESS 4.4 CiTY-ST-ZiP CITY-ST-7/P DELETE Change 51 THILE Addition MAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY-ST ZIP 5.4 City - St - ZiP DELETE THE 6.1 TITLE Change Add:tion NAME 6.2 NAME 6.3 STREET ADDRESS STEEL LADORESS 6.4 CITY - ST - ZIP City-St 7P

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

FILED Apr 11 1997 8:00am Secretary of State

(96/6)

