

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

**FILED**  
**May 15, 1999 8:00 am**  
**Secretary of State**

05-15-1999 90010 046 \*\*\*150.00

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  |                                                                                                                                                                                                                 |  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| <b>PROFIT CORPORATION</b><br><b>ANNUAL REPORT</b><br><b>1999</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |  <b>FLORIDA DEPARTMENT OF STATE</b><br><b>Katherine Harris</b><br><b>Secretary of State</b><br><b>DIVISION OF CORPORATIONS</b> |  |
| <b>DOCUMENT # P96000101852</b> ✓                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |  |                                                                                                                                                                                                                 |  |
| <b>1. Corporation Name</b><br><b>VALUEMAX REALTY AMERICA, INC.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |                                                                                                                                                                                                                 |  |
| <b>Principal Place of Business</b><br>5970 ESTERO BOULEVARD<br>FORT MYERS BEACH FL 33931                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  | <b>Mailing Address</b><br>12670 NEW BRITTANY BLVD<br>SUITE 101<br>FORT MYERS FL 33907                                                                                                                           |  |
| <b>2. Principal Place of Business</b><br>21                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  | <b>2a. Mailing Address</b><br>28                                                                                                                                                                                |  |
| Suite, Apt. #, etc.<br>22                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  | Suite, Apt. #, etc.<br>27                                                                                                                                                                                       |  |
| City & State<br>23                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |  | City & State<br>28                                                                                                                                                                                              |  |
| Zip<br>24                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  | Zip<br>29                                                                                                                                                                                                       |  |
| Country<br>25                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |  | Country<br>30                                                                                                                                                                                                   |  |
| <b>9. Name and Address of Current Registered Agent</b><br>ROYSTON, ROBERT D JR<br>12670 NEW BRITTANY BLVD.<br>SUITE 101<br>FORT MYERS FL 33907                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |  |                                                                                                                                                                                                                 |  |
| <b>10. Name and Address of New Registered Agent</b><br>81 Name<br>82 Street Address (P.O. Box Number is Not Acceptable)<br>83<br>84 City<br>FL 85 Zip Code                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |  |                                                                                                                                                                                                                 |  |
| <b>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.</b><br><b>SIGNATURE</b> <i>Murray Carlsake</i> <b>DATE</b> _____<br><small>(Signature, typed or printed name of registered agent and also if applicable. (NOTE: Registered Agent signature required when reinstating))</small> |  |                                                                                                                                                                                                                 |  |
| <b>12. OFFICERS AND DIRECTORS</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  | <b>13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12</b>                                                                                                                                                    |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP<br>P<br>CARSLAKE, MURRAY<br>5970 ESTERO BOULEVARD<br>FORT MYERS FL 33931                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |  | 1.1 TITLE<br>1.2 NAME<br>1.3 STREET ADDRESS<br>1.4 CITY-ST-ZIP<br>S,T<br>Fort Myers Beach, FL 33931                                                                                                             |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP<br>[ ] DELETE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | 2.1 TITLE<br>2.2 NAME<br>2.3 STREET ADDRESS<br>2.4 CITY-ST-ZIP<br>[ ] Change [ ] Addition                                                                                                                       |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP<br>[ ] DELETE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | 3.1 TITLE<br>3.2 NAME<br>3.3 STREET ADDRESS<br>3.4 CITY-ST-ZIP<br>[ ] Change [ ] Addition                                                                                                                       |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP<br>[ ] DELETE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | 4.1 TITLE<br>4.2 NAME<br>4.3 STREET ADDRESS<br>4.4 CITY-ST-ZIP<br>[ ] Change [ ] Addition                                                                                                                       |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP<br>[ ] DELETE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | 5.1 TITLE<br>5.2 NAME<br>5.3 STREET ADDRESS<br>5.4 CITY-ST-ZIP<br>[ ] Change [ ] Addition                                                                                                                       |  |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP<br>[ ] DELETE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |  | 6.1 TITLE<br>6.2 NAME<br>6.3 STREET ADDRESS<br>6.4 CITY-ST-ZIP<br>[ ] Change [ ] Addition                                                                                                                       |  |

14. I 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, with all other like empowered.

SIGNATURE:

*Murray Carlsake*  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/28/99 (941) 463-5149  
 Date Daytime Phone #