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FILED
May 04 1998 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P96000103475 (5)

1. Corporation Name
BROWN LABS, INC.



Principal Place of Business

Mailing Address

413 OAK PLACE
UNIT 6-F
PORT ORANG FL 32127
US

413 OAK PLACE
UNIT 6-F
PORT ORANGE FL 32127
US

DO NOT WRITE IN THIS SPACE

| | | | |
|--|-----------------------|---|---------|
| 2. Principal Place of Business | | 2a. Mailing Address | |
| 21 1056 BRENTWOOD DR. | 26 1056 BRENTWOOD DR. | | |
| Suite, Apt. #, etc. | | Suite, Apt. #, etc. | |
| 22 | | 27 | |
| City & State | | City & State | |
| 23 DAYTONA Bch., FL | | 28 DAYTONA Bch., FL | |
| Zip | Country | Zip | Country |
| 24 32117 | 25 USA | 29 32117 | 30 USA |
| 9. Name and Address of Current Registered Agent | | 10. Name and Address of New Registered Agent | |
| BROWN, WILLIAM ERVIN 788 GREENWAY PLACE DAYTONA BEACH FL 32114 | | 81 Name | |
| | | 82 Street Address (P.O. Box Number is Not Acceptable) | |
| | | 83 | |
| | | 84 City | |
| | | DAYTONA BEACH FL | |
| | | 85 Zip Code | |
| | | 32117 | |

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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|---|---|---|
| TITLE | DP <input type="checkbox"/> DELETE | 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | BROWN, WILLIAM ERVIN | 1.2 NAME | |
| STREET ADDRESS | 788 GREENWAY PLACE | 1.3 STREET ADDRESS | 1056 BRENTWOOD DR. |
| CITY-ST-ZIP | DAYTONA BEACH FL 32114 | 1.4 CITY-ST-ZIP | DAYTONA BEACH, FL 32117 |
| TITLE | DST <input type="checkbox"/> DELETE | 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | BROWN, CAROLYN L | 2.2 NAME | |
| STREET ADDRESS | 788 GREENWAY PLACE | 2.3 STREET ADDRESS | 1056 BRENTWOOD DR. |
| CITY-ST-ZIP | DAYTONA BEACH FL 32114 | 2.4 CITY-ST-ZIP | DAYTONA BEACH, FL 32117 |
| TITLE | DEV <input type="checkbox"/> DELETE | 3.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | DIPETRO, LOUIS | 3.2 NAME | |
| STREET ADDRESS | 1413 ROYAL GROVE LANE | 3.3 STREET ADDRESS | |
| CITY-ST-ZIP | PORT ORANGE FL 32119 | 3.4 CITY-ST-ZIP | |
| TITLE | DV <input checked="" type="checkbox"/> DELETE | 4.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | BRYANS, DONN R | 4.2 NAME | |
| STREET ADDRESS | 957 BRAMBLE BUSH CIRCLE WEST | 4.3 STREET ADDRESS | |
| CITY-ST-ZIP | PORT ORANGE FL 32119 | 4.4 CITY-ST-ZIP | |
| TITLE | <input type="checkbox"/> DELETE | 5.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | | 5.2 NAME | |
| STREET ADDRESS | | 5.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 5.4 CITY-ST-ZIP | |
| TITLE | <input type="checkbox"/> DELETE | 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | | 6.2 NAME | |
| STREET ADDRESS | | 6.3 STREET ADDRESS | |
| CITY-ST-ZIP | | 6.4 CITY-ST-ZIP | |

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.

CR2E034 (10/97)