

**FILED**  
**May 24, 1999 8:00 am**  
**Secretary of State**

05-24-1999 90014 001 \*\*\*150.00

|                                                                                              |                                                                                                                                                                                               |
|----------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>PROFIT CORPORATION</b><br><b>ANNUAL REPORT</b><br><b>1999</b>                             | <br><b>FLORIDA DEPARTMENT OF STATE</b><br>Katherine F. ...<br>Secretary of State<br>DIVISION OF CORPORATIONS |
| <b>DOCUMENT # P97000001916</b><br>Corporation Name<br><b>SOUTHERN PRO TRUCK SERIES, INC.</b> |                                                                                                                                                                                               |



|                                                                           |                                                               |
|---------------------------------------------------------------------------|---------------------------------------------------------------|
| Principal Place of Business<br>8312 18TH AVENUE EAST<br>PALMETTO FL 34221 | Mailing Address<br>8312 18TH AVENUE EAST<br>PALMETTO FL 34221 |
|---------------------------------------------------------------------------|---------------------------------------------------------------|

DO NOT WRITE IN THIS SPACE

|                                                                                           |                                               |                                                                                                                                      |  |                                                        |
|-------------------------------------------------------------------------------------------|-----------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------------|
| 3. Date Incorporated or Qualified<br>01/08/1997                                           |                                               | 4. FEI Number<br>65-0718461                                                                                                          |  | Applied For<br><input type="checkbox"/> Not Applicable |
| 2. Principal Place of Business<br>21 22163 SW EDGEWATER PO Box 964<br>Suite, Apt. #, etc. | 22. Mailing Address<br>22 Suite, Apt. #, etc. | 5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required                                             |  |                                                        |
| 23 DUNNELLON FLA<br>City & State                                                          | 27 DUNNELLON FLA<br>City & State              | 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees                       |  |                                                        |
| 24 34431<br>Zip                                                                           | 25 USA<br>Country                             | 8. This corporation owes the current year Intangible Personal Property Tax. <input type="checkbox"/> Yes <input type="checkbox"/> No |  |                                                        |

|                                                                                                                      |  |                                                                                                                                                                                        |  |
|----------------------------------------------------------------------------------------------------------------------|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 9. Name and Address of Current Registered Agent<br>AURIEMMA, GEORGE JR<br>8312 18TH AVENUE EAST<br>PALMETTO FL 34221 |  | 10. Name and Address of New Registered Agent<br>81 Name George Auriemma Jr.<br>82 Street Address (P.O. Box Number, if applicable) PO Box 964<br>83 DUNNELLON<br>84 City<br>85 FL 34431 |  |
|----------------------------------------------------------------------------------------------------------------------|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|

11. Pursuant to the provisions of Sections 607.0502 and 607.1506, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent 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: [Signature] DATE: 7/16/99

Signature: typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when resigning.)

| 12. OFFICERS AND DIRECTORS |                       | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |                                                                   |
|----------------------------|-----------------------|-------------------------------------------------------|-------------------------------------------------------------------|
| TITLE                      | D                     | 1.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | AURIEMMA, GEORGE JR.  | 1.2 NAME                                              |                                                                   |
| STREET ADDRESS             | 8312 18TH AVENUE EAST | 1.3 STREET ADDRESS                                    | PO BOX 964                                                        |
| CITY-ST-ZIP                | PALMETTO FL 34221     | 1.4 CITY-ST-ZIP                                       | DUNNELLON FLA. 34431                                              |
| TITLE                      |                       | 2.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                       | 2.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                       | 2.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                       | 2.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      |                       | 3.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                       | 3.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                       | 3.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                       | 3.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      |                       | 4.1 TITLE                                             | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       |                       | 4.2 NAME                                              |                                                                   |
| STREET ADDRESS             |                       | 4.3 STREET ADDRESS                                    |                                                                   |
| CITY-ST-ZIP                |                       | 4.4 CITY-ST-ZIP                                       |                                                                   |
| TITLE                      |                       | 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                      |                       | 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)(f), 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, upon an attachment with an address, with all other like empowered.

SIGNATURE: [Signature]

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (11/98)