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

May 05 1998 8:00am FLORIDA DEPARTMENT OF STATE **CORPORATION** Sandra B. Mortham ANNUAL REPORT Secretary of State Secretary of State DIVISION OF CORPORATIONS 1998 **DOCUMENT #**1. Corporation Name P97000002075 (4) INSTITUTIONAL CITRUS RESOURCES, INC. Principal Place of Business Mailing Address 1940 10TH AVENUE. SUITE C VERO BEACH EZ 32980 1940 10TH AVENUE. SUITE C VERO BEACH FL 32960 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 01/08/1997 Applied For O Box Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6, Election Campaign Financing \$5.00 May Be Trust Fund Contribution Added to Fees Country Country 8. This corporation owes or has paid the current year Intangible 9, Name and Address of Current Registered Agent River □ No Personal Property Tax due June 30. Yes Yes 10. Name and Address of New Registered Agent 81 Name AMERILAWYER CHARTERED 343 ALMERIA AVENUE 82 Street Address (P.O. Box Number is Not Acceptable) CORAL GABLES FL 33134 83 84 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 Signature, typed or printed name of registered agent and bite if applicable (NOTE Registered Agent signature required when reinstating) OFFICERS AND DIRECTORS 12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 TITLE DELETE 1 1 TITLE Change NAME PENNEY, WILLIAM J 1.2 NAME 1940 10TH AVENUE, SUITE C STREET ADDRESS 1.3 STREET ADORESS **VERO BEACH FL 32960** CITY-ST-ZIP 1.4 CITY - ST - ZIP Change DELETE Addition TITLE STD 2.1 TITLE KNIGHT, D. VICTOR JR. NAME 2.2 NAME 1940 10TH AVENUE, SUITE C STREET ADDRESS 2.3 STREET ADDRESS VERO BEACH FL 32960 CITY-ST-ZIP 2 4 CITY-ST-ZIP DELETE Addition TITLE 3.1 TITLE NAME 32 NAME STREET ADDRESS 3.3 STREET ADDRESS CITY-ST-ZIP 3.4. CITY-ST-ZIP Change DELETE Addition TITLE 4.1 TITLE NAME 4. 2 NAME STREET ADDRESS 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP CITY - ST - ZIP DELETE Addition TITLE 51 TIFLE NAME 5.2 NAME STREET ADDRESS **5.3 STREET ADDRESS** 5.4 CITY-ST-ZIP CITY-ST-ZIP DELETE Change ■ Addition 6.1 TITLE NAME 6.2 NAME

FILED

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 supplimental annual report is true and accurate and that my signature shall have the same legal effect as if made under eath; 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 given an attachment with an address. 4-23-98 56-245061 SIGNATURE:

6.3 STREET ADDRESS

STREET ADDRESS

CITY - ST - ZIP