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99 FEB 12 PM 4:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P97000002764

1. Corporation Name

MAROONE DODGE POMPANO, INC.

Principal Place of Business

110 S.E. SIXTH ST
FT. LAUDERDALE FL 33301
US

Mailing Address

110 S.E. SIXTH ST
FT. LAUDERDALE FL 33301
US

2. Principal Place of Business

2a. Mailing Address

21 8600 Pines Blvd.

26 Suite, Apt. #, etc.

Suite, Apt. #, etc.

Suite, Apt. #, etc.

22 City & State

27 City & State

23 Pembroke Pines, FL

28 City & State

24 33024 25 USA

29 Zip Country

30 Zip Country

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

500002776706-4

-02/16/99--01032--017

****150. FL ****150.00

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

DELETE

TITLE P
NAME MAROCHE, MICHAEL E
STREET ADDRESS 110 S.E. SIXTH ST
CITY-ST-ZIP FT LAUDERDALE FL 33301

TITLE D
NAME HAWKINS, THOMAS W
STREET ADDRESS 110 S.E. SIXTH ST
CITY-ST-ZIP FT LAUDERDALE FL 33301

TITLE DSV
NAME COLE, JAMES O
STREET ADDRESS 110 S.E. SIXTH ST
CITY-ST-ZIP FT LAUDERDALE FL 33301

TITLE T
NAME HYLE, KATHLEEN
STREET ADDRESS 110 S.E. SIXTH ST
CITY-ST-ZIP FT LAUDERDALE FL 33301

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE

12 NAME

13 STREET ADDRESS

14 CITY-ST-ZIP

21 TITLE

22 NAME

23 STREET ADDRESS

24 CITY-ST-ZIP

31 TITLE

32 NAME

33 STREET ADDRESS

34 CITY-ST-ZIP

41 TITLE

42 NAME

43 STREET ADDRESS

44 CITY-ST-ZIP

51 TITLE

52 NAME

53 STREET ADDRESS

54 CITY-ST-ZIP

61 TITLE

62 NAME

63 STREET ADDRESS

64 CITY-ST-ZIP

* see attachment *

Change Addition

Change Addition

Change Addition

Change Addition

Change Addition

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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1/22/99 (954) 769-6000

CR2E034 (11/98)

Maroone Dodge Pompano, Inc.
(f/k/a RI/MDP Acquisition Corp.)

<u>OFFICE</u>	<u>NAME</u>
Directors	Thomas W. Hawkins
.....	James O. Cole
President/Chief Executive Officer	Michael E. Maroone
Chief Financial Officer	Donald J. Reese
Vice Presidents	Donald J. Reese
	Brad Hodgen
	Ken Graham
	James O. Cole
Secretary	James O. Cole
Asst. Secretary	Michael E. Maroone
Treasurer	Kathleen W. Hyle
Asst. Treasurer	Michael E. Maroone

Address for all officers and directors is: 110 SE 6th Street, 20th Floor
Fort Lauderdale, Florida 33301