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Feb 02 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 # P97000003507 (5)

1. Corporation Name
THE FRAME CONNECTION, INC.

Principal Place of Business
2 NE 40TH STREET
SUITE 300
MIAMI FL 33137

Mailing Address
2 NE 40TH STREET
SUITE 300
MIAMI FL 33137



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 2 NE 40TH ST		26 2 NE 40TH ST		01/14/1997	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number	
22 Suite #202		27 Suite #202		65-0720977	
City & State		City & State		Applied For	
23 MIAMI FLA		28 MIAMI FLA		Not Applicable	
Zip		Zip		5. Certificate of Status Desired	
24 33137		29 33137		30 Dade	
County		County		8.75 Additional Fee Required	
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent		6. Election Campaign Financing	
SOMMER, ROBERT		81 Name		Trust Fund Contribution	
2 NE 40TH STREET		82 Street Address (P.O. Box Number is Not Acceptable)		8.50 May Be Added to Fees	
SUITE 300		83		8. This corporation owes or has paid the current year Intangible	
MIAMI FL 33137		84 City		Personal Property Tax due June 30.	
		FL		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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	NAME	1.1 TITLE	1.2 NAME
PD	BAUM, MICHAEL A		
2 NE 40TH STREET, SUITE 300		1.3 STREET ADDRESS	
MIAMI FL 33137		1.4 CITY-ST-ZIP	
VSD	SOMMER, ROBERT	2.1 TITLE	
2 NE 40TH STREET, SUITE 300		2.2 NAME	
MIAMI FL 33137		2.3 STREET ADDRESS	
		2.4 CITY-ST-ZIP	
		3.1 TITLE	
		3.2 NAME	
		3.3 STREET ADDRESS	
		3.4 CITY-ST-ZIP	
		4.1 TITLE	
		4.2 NAME	
		4.3 STREET ADDRESS	
		4.4 CITY-ST-ZIP	
		5.1 TITLE	
		5.2 NAME	
		5.3 STREET ADDRESS	
		5.4 CITY-ST-ZIP	
		6.1 TITLE	
		6.2 NAME	
		6.3 STREET ADDRESS	
		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 in an attachment with an address.

SIGNATURE: [Signature] 1/26/98 305-571-2002

CR2E034 (10/97)