

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

FILED  
Jul 22 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra S. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **097000013069**  
1. Corporation Name  
**Phillp Crosby Associates II, Inc.**

Principal Place of Business Mailing Address

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 <b>1954 Howell Branch Road</b> Suite, Apt. #, etc 22 <b>Suite 203</b> City & State 23 <b>Winter Park, FL</b> Zip 24 <b>32792</b>		2a. Mailing Address 26 <b>P. O. Box 2687</b> Suite, Apt. #, etc 27 City & State 28 <b>Winter Park, FL</b> Zip 29 <b>32790-2687</b> Country 30 <b>USA</b>		3. Date Incorporated or Qualified <b>02/10/97</b>		4. FEI Number <b>59-3435664</b> Applied For: <input type="checkbox"/> Not Applicable	
				5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>			
				6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>			
				8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

**William A. Grimm**  
**201 East Pine Street**  
**Suite 1200**  
**Orlando, FL 32801**

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
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 **William A. Grimm**

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

(NOTE: Registered Agent signature required when reinstating)

DATE

**7/17/98**

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	1.1 TITLE	<b>C/T/D</b> <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		1.2 NAME	<b>Philip B. Crosby</b>
STREET ADDRESS		1.3 STREET ADDRESS	<b>P. O. Box 1927</b>
CITY-ST-ZIP		1.4 CITY-ST-ZIP	<b>Winter Park, FL 32790 N/A</b>
TITLE	<input checked="" type="checkbox"/> DELETE	2.1 TITLE	<b>S</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	<b>William A. Grimm</b>	2.2 NAME	<b>Peggy D. Crosby</b>
STREET ADDRESS	<b>201 E. Pine Street, Suite 1200</b>	2.3 STREET ADDRESS	<b>P. O. Box 1927</b>
CITY-ST-ZIP	<b>Orlando, FL 32801</b>	2.4 CITY-ST-ZIP	<b>Winter Park, FL 32790 N/A</b>
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<b>P</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		3.2 NAME	<b>Wayne L. Kost</b>
STREET ADDRESS		3.3 STREET ADDRESS	<b>412 Woodstead Circle</b>
CITY-ST-ZIP		3.4 CITY-ST-ZIP	<b>Longwood, FL 32779</b>
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<b>V</b> <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		4.2 NAME	<b>Sally K. Kauffman</b>
STREET ADDRESS		4.3 STREET ADDRESS	<b>4430 Clear River Court</b>
CITY-ST-ZIP		4.4 CITY-ST-ZIP	<b>Orlando, FL 32817</b>
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, upon an attachment with an address.

SIGNATURE: **William A. Grimm**

SIGNATURE: **Wayne L. Kost**

**700002602167**  
**-07/30/98--01007--030**  
**\*\*\*150.00**

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## GRAY, HARRIS & ROBINSON

PROFESSIONAL ASSOCIATION

### ATTORNEYS AT LAW

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TELEPHONE (407) 843-8880

FAX (407) 244-5690

WRITER'S DIRECT DIAL

E-MAIL ADDRESS

July 17, 1998

J. CHARLES GRAY  
GORDON H. HARRIS  
RICHARD M. ROBINSON  
PHILLIP R. FINCH  
PAMELA O. PRICE  
JAMES F. PAGE, JR.  
WILLIAM A. BOYLES  
THOMAS A. CLOUD  
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LEO P. ROCK, JR.  
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WILLIAM G. BOLTIN, III  
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WILBUR E. BREWTON  
KENNETH J. PLANTE

MICHAEL E. WRIGHT  
WILLIAM A. GRIMM  
KENT L. HIPPI  
DONALD H. GIBSON  
ALISON M. YURKO  
THEODORE L. SHINKLE  
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CHRISTOPHER J. COLEMAN  
BRUCE M. HARRIS  
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KELLY BREWTON PLANTE  
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CHRISTINE A. NOWORYTA  
W. CHRISTOPHER BROWDER  
MARTHA H. MCINTOSH  
LISA A. SPECHT  
GREGORY W. MEIER

OF COUNSEL

MALCOLM R. KIRSCHENBAUM  
SYDNEY L. JACKOWITZ  
LILA INGATE MCHENRY

Department of State  
Annual Reports Filings  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Document Number P97000013069  
Annual Report for Philip Crosby Associates II, Inc.

Dear Sir or Madam:

Enclosed is the Annual Report for Philip Crosby Associates II, Inc. along with a check for \$150 to cover the filing fee. Although the form indicates a filing fee of \$550 for corporations filing after May 1, there are extenuating circumstances which caused the corporation to be late in its filing, which I will explain herein at the request of Shawn in your office.

We prepared the initial Articles of Incorporation for the company (then known as PBC/PCA, Inc.), filed the Articles with the Department of State, and subsequently prepared Articles of Amendment to change the name to Philip Crosby Associates II, Inc. At the time we filed the articles, the company did not have an office, so we used the home address of the president as the company's address. Our office is listed in the articles as the registered office of the corporation, and William A. Grimm is the registered agent.

While speaking to the new corporate secretary on another matter, I asked whether the company had filed their annual report. She told me that the company had never received an annual report form from the Department of State. (I then learned that the Post Office does not deliver mail to Mr. Crosby's home address). Hopefully, your records will reflect that the annual report form you sent was returned to you by the Post Office. The

**GRAY, HARRIS & ROBINSON**  
PROFESSIONAL ASSOCIATION

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Department of State  
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corporation now has an office. On the enclosed annual report, we have listed the corporation's street address and mailing address, so there should not be any problem with this in the future.

Please file the enclosed annual report, and advise me as to whether the enclosed fee of \$150 will keep the company current in its filings. If an additional \$400 is required, please let me know.

Very truly yours,

*Elaine Trench*

Elaine Trench  
Legal Assistant

/et  
Enclosures