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

PROFIT CORPORATION ANNUAL REPORT

May 13, 1999 8:00 am Secretary of State FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State 05-13-1999 90023 037 ***150.00 1999 DIVISION OF CORPORATIONS P97000024738 6K DOCUMENT # Sunbelt Home Buyers, Inc. Principal Place of Business Mailing Address 5141 S. Pineville Road 5141 S. Pineville Road WalnutHill, FL 32568 WalnutHill, FL DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 03-14-97 2a. Mailing Address 2. Principal Place of Business 4. FEI Number Applied For 59-3437289 26 Not Applicable 21 \$8.75 Additional Suite, Apt. #, etc. Suite, Apt. #, etc. 5. Certificate of Status Desired Fee Required 22 27 City & State 6. Election Campaign Financing City & State \$5.00 May Be 23 28 Trust Fund Contribution Added to Fees 8. This corporation owes the current year Intangible Personal Zip Country Zıp Country 25 30 Property Tax. Yes XNo 24 29 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name Street Address (P.O. Box Number is Not Acceptable) McIver, Keith A. 101 E. Government Street Pensacola, FL 32501 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, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 OFFICERS AND DIRECTORS DELETE TITLE President 1.1 TITLE Addition NAME Michael R. Loman 1.2 NAME 1.3 STREET ADDRESS 5141 S. Pineville Road STREET ADDRESS WalnutHill, FL 1.4 CITY - ST - ZIP CITY - ST - ZIP DELETE 21 TITLE TITLE Change Addition 22 NAME NAME STREET ADDRESS 2.3 STREET ADDRESS CITY - ST - ZIP 2.4 CITY - ST - ZIP DELETE TITLE 3.1 TITLE Addition 3.2 NAME NAME 3.3 STREET ADDRESS STREET ADDRESS CITY - ST - ZIP 34 CITY - ST - ZIP TITLE DELETE 41 TITLE Addition Change 42 NAME NAME 4.3 STREET ADDRESS STREET ADDRESS CITY - ST - ZIP 4.4 CITY - ST - ZIP TITLE DELETE 5.1 TITLE Addition NAME 52 NAME 5.3 STREET ADDRESS STREET ADDRESS 5.4 CITY - ST - ZIP CITY - ST - ZIP DELETE TITLE 6.1 TITLE Change Addition NAME 6.2 NAME 6.3 STREET ADDRESS STREET ADDRESS

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 a attachment with an address, with all other like empowered.

6.4 CITY - ST - ZIP

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OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Re Loman

Daytime Phone #

FILED

CITY - ST - ZIP