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

PROFIT
CORPORATION
ANNUAL REPORT

1998



FLORIDA DEPAREMENT OF STATE

Sandra B. Mortham

Secretary of State

DIVISION OF CORPORATIONS

DOCUMENT # P97000040876 (9)

EXOTIC REEF AQUACULTURE, INC.

Principal Place of Business Mailing Address

224 NE 24TH COURT 224 NE 24TH COURT

POCA PATON 51 22421

FILED Apr 17 1998 8:00am Secretary of State



BOCA RATON FL 33431 BOCA RATON FL 33431 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 05/08/1997 2. Principal Place of Business 2a, Mailing Address 4. FEI Number Applied For 65-0751775 21 26 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 Trust Fund Contribution Added to Fees Zip Country Zip Country 8. This corporation owes or has paid the current year Intangible 24 25 29 30 Personal Property Tax due June 30. Yes 10. Name and Address of New Registered Agent 9. Name and Address of Current Registered Agent CHERCH, XAVIER T 4988 N. UNIVERSITY DRIVE 82 Street Address (P.O. Box Number is Not Acceptable) LAUDERHILL FL 33351 83 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 take it approable (NOTE: Registered Agent signature required when reinstating) OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. Addition TITLE 1.1 TITLE Change NAME Papadoyianis, Ernest D. 224 NE 24th Court 1.2 NAME STREET ADDRESS 1.3 STREET ADDRESS CITY-ST-ZIP Boca Raton, FL 33431 1.4 CITY - ST - ZIP Addition TITLE 2.1 TITLE Change NAME 2.2 NAME Cherch, Xavier T. STREET ADDRESS 2.3 STREET ADDRESS 5431 N. University Drive Lauderhill, FL 33351 CITY-ST-ZIP 2. 4 CITY - ST - ZIP Addition TITLE 3 1 TITLE NAME 3.2 NAME Lewbart, Gregory A. STREET ADORESS 3.3 STREET ADDRESS 541 East Jones Street CITY-ST-ZIP 3.4. CITY - ST- ZIP Raleigh, NC 27601 Addition TITLE 4.1 TITLE NAME Tewksbury, Don 4 2 NAME STREET ADDRESS 4.3 STREET ADDRESS P.O. Box 645 CITY-ST-ZIP 4.4 CITY-ST-7IP Green Harbor, MA 0204 Addition TITLE 5.1 TITLE NAME 5.2 NAME Papadoyianis, Cynthia K. STREET ADDRESS 5.3 STREET ADDRESS 224 NE 24th Court Boca Raton, FL 33431 DELETE 5.4 CITY-ST-ZIP CITY-ST-ZIP Addition TITLE 6.1 TITLE NAME 6.2 NAME STREET ADDRESS 6.3 STREET ADDRESS 6.4 CITY - ST- ZIP CITY-ST-ZIP

14. Thereby 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 informatic indicated on this annual report or supplied that 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 received 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 or changed or of the received or trustee and orders.

26/-395-5397