SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 30, 1998. AMOUNT DUE ON OR BEFORE 09/30/98: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

PROFIT FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham FILED ANNUAL REPORT Secretary of State 1998 DIVISION OF CORPORATIONS 98 OCT 23 PM 12: 28 DOCUMENT # P97000053633 (8) SECRETARY OF STATE TALLAHASSEE. FLORIDA MARBEC HOLDINGS, INC. Principal Place of Business Mailing Address 621 BAY ESPLANADE 621 BAY ESPLANADE CLEARWATER FL 33767 CLEARWATER FL 33767 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 06/17/1997 2. Principal Place of Business 2a. Mailing Address FEI Number Applied For 21 26 Not Applicable Suite, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 27 22 City & State City & State \$5.00 May Be 6. Election Campaign Financing 23 28 Trust Fund Contribution Added to Fees Country Zip Country Zip 8. This corporation owes or has paid the current year Intangible 24 25 29 Personal Property Tax due June 30. 30 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 JACOBSON, RICHARD A 501 E. KENNEDY BLVD., STE. 1700 Street Address (P.O. Box Number is Not Acceptable) TAMPA FL 33602 83 84 City Zip Code 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 (2/38)ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 12. OFFICERS AND DIRECTORS 13. TITLE 1.1 TITLE Change X Addition DELETE CR2E034 MA COATES MAREK G. NAME COATES, MARYSIA 1.2 NAME GZI BAY ESPLANADE 621 BAY ESPLANADE STREET ADDRESS 1.3 STREET ADDRESS LEARNATER PL 33767 **CLEARWATER FL 33767** 1.4 CITY-ST-ZIP CITY-ST-2IP TITLE DELETE 2.1 TITLE Change Addition NAME 2.2 NAME STREET ADDRESS 2.3 STREET ADDRESS CITY-ST-ZIP 2.4 CITY-ST-ZIP-100002675 TITLE DELETE 3.1 TITLE -10/28/98--bi097 NAME 3.2 NAME ****550.00 ****550.00 STREET ADDRESS 3.3 STREET ADDRESS CITY-ST-ZIP 3.4 CITY-ST-ZIP TITLE DELETE 4.1 TITLE Change | Addition NAME 4.2 NAME STREET ADDRESS 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP CITY-ST-ZIP TITLE DELETE 5.1 TITLE ___ Change NAME 5.2 NAME 5.3 STREET ADDRESS STREET ADDRESS 5.4 CITY-ST-ZIP CITY-ST-ZIP TITLE DELETE 6.1 TITLE Change NAME 6.2 NAME

in Block 12 or Block 13 if changed, or on an attachment with an address. 9/29/98 (727)441-4421 SIGNATURE:

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. Liurher 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

STREET ADORESS

CITY-ST-ZIP