SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 15, 1999. AMOUNT DUE ON OR BEFORE 09/15/99: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750).

Mailing Address

607 HIBISCUS TRL. MELBOURNE BEACH FL 32951

2a. Mailing Address

26

PROFIT CORPORATION ANNUAL REPORT

1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # P97000055226

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

DOYLE, ROBERT V 607 HIBISCUS TRAIL

NIMINEZ, KENNETH ALLEN LANE

MELBOURNE BCH FL 32951

MELBOURNE BCH FL 32951

OFFICERS AND DIRECTORS

POPGUARD, INC.

Principal Place of Business

MELBOURNE BEACH FL 32951

2. Principal Place of Business

607 HIBISCUS TRL

SIGNATURE

STREET ADDRESS

STREET ADDRESS

CITY-ST-ZIP

CITY-ST-ZIP

STREET ADDRESS

CITY-ST-ZIP

CITY-ST-ZIP

CITY-ST-ZIP

12.

TITLE

NAME

NAME

TITLE

NAME STREET ADDRESS

TITLE

NAME

TITI F

NAME STREET ADDRESS

TITLE

21

Suite, Apt. #, etc. Suite, Apt. #, etc. 5. Certificate of Status Desired Fee Required 22 27 City & State City & State \$5.00 May Be 6. Election Campaign Financing Trust Fund Contribution Added to Fees 23 28 Zip Country Zip Country 8. This corporation owes the current year Yes Intangible Personal Property. 24 29 30 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name CORPORATION SERVICE COMPANY 82 Street Address (P.O. Box Number is Not Acceptable) 1201 HAYS STREET TALLAHASSEE FL 32301-2525 83 Zip Code 84 City 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.

> 13 1.1 TITLE

1.2 NAME

2.1 TITLE

2.2 NAME

3.1 TITLE

3.2 NAME

4.1 TITLE

4.2 NAME

5.1 TITLE

5.2 NAME

1.3 STREET ADDRESS

2.3 STREET ADDRESS

3.3 STREET ADDRESS 3.4 CITY-ST-ZIP

4.3 STREET ADDRESS

5.3 STREET ADDRESS

5.4 CITY-ST-ZIP 6.1 TITLE

4.4 CITY-ST-ZIP

2.4 CITY-ST-ZIP

1.4 CITY-ST-ZIP

DELETE

DELETE

DELETE

DELETE

DELETE

DELETE

(NOTE: Registered Agent signature required when reinstating)

6.2 NAME NAME 6.3 STREET ADDRESS STREET ADDRESS .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

SIGNATURE:

in Block 12 or Block 13 if changed.

FILED Jul 20, 1999 8:00 am Secretary of State

07-20-1999 90023 006 ***550.00

DO NOT WRITE IN THIS SPACE

DATE

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

3. Date Incorporated or Qualified

~06/23/1997 4. FEI Number

59-3477963

Applied For

\$8.75 Additional

Not Applicable

CR2E034 (5/99) ___ Change ___ Addition

Change Addition