

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

PROFIT
CORPORATION
ANNUAL REPORT
1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
May 05 1998 8:00am
Secretary of State

DOCUMENT # P97000077383 (2)

1. Corporation Name

THE CHESHIRE CAT RESTAURANT INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business
27080 OLD 41 ROAD
BONITA SPRINGS FL 34135

Mailing Address
27080 OLD 41 ROAD
BONITA SPRINGS FL 34135

2. Principal Place of Business
21 1010 CENTRAL AVE
Suite, Apt. #, etc.
22 % Thompson Management
City & State
23 Naples FL
Zip
24 34102
Country
25 Collier

2a. Mailing Address
26 1010 CENTRAL AVE.
Suite, Apt. #, etc.
27 % Thompson Mgmt.,
City & State
28 Naples FL
Zip
29 34102
Country
30 Collier

3. Date Incorporated or Qualified
09/05/1997
4. FEI Number
59-3494404
Applied For
Not Applicable
5. Certificate of Status Desired
\$8.75 Additional
Fee Required
6. Election Campaign Financing
Trust Fund Contribution
\$5.00 May Be
Added to Fees
7. This corporation owes or has paid the current year Intangible
Personal Property Tax due June 30.
Yes No

9. Name and Address of Current Registered Agent
THOMPSON, RICHARD G
411 PALM VIEW COURT
NAPLES FL 34110

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
1010 Central Avenue
83 % Thompson Management
City
Naples
84 FL
85 Zip Code
34102

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 title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	P/N/S	11 TITLE	
NAME	Richard G. Thompson	12 NAME	
STREET ADDRESS	1010 Central Avenue	13 STREET ADDRESS	
CITY-ST-ZIP	Naples FL 34102	14 CITY-ST-ZIP	
TITLE		21 TITLE	
NAME	Kim E. Guiliano	22 NAME	
STREET ADDRESS	1010 Central Avenue	23 STREET ADDRESS	
CITY-ST-ZIP	Naples FL 34102	24 CITY-ST-ZIP	
TITLE		31 TITLE	
NAME		32 NAME	
STREET ADDRESS		33 STREET ADDRESS	
CITY-ST-ZIP		34 CITY-ST-ZIP	
TITLE		41 TITLE	
NAME		42 NAME	
STREET ADDRESS		43 STREET ADDRESS	
CITY-ST-ZIP		44 CITY-ST-ZIP	
TITLE		51 TITLE	
NAME		52 NAME	
STREET ADDRESS		53 STREET ADDRESS	
CITY-ST-ZIP		54 CITY-ST-ZIP	
TITLE		61 TITLE	
NAME		62 NAME	
STREET ADDRESS		63 STREET ADDRESS	
CITY-ST-ZIP		64 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, or as an attachment with an address.

SIGNATURE:

[Signature]

CR2E034 (10/97)