

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)

FILED

Jul 24 1998 8:00am
 Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



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

DOCUMENT # P97000083732 (2)
 1. Corporation Name

BROOKS PETROLEUM CO. OF FLORIDA, INC.



Principal Place of Business

Mailing Address

211 BAYFRONT DRIVE
 BONITA SPRINGS FL 34134

211 BAYFRONT DRIVE
 BONITA SPRINGS FL 34134

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

09/26/1997

4. FEI Number

6507 84577

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

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30.



Yes No

2. Principal Place of Business

2a. Mailing Address

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

23 City & State

27 City & State

24 Zip 25 Country

29 Zip 30 Country

9. Name and Address of Current Registered Agent

HUMPHREVILLE, JOHN D
 4501 TAMAMI TRAIL NORTH
 SUITE 300
 NAPLES FL 34103-3060

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

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

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 DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

1.1 TITLE PRESIDENT Change Addition
 1.2 NAME STEVE L. BROOKS
 1.3 STREET ADDRESS 211 BAYFRONT DR.
 1.4 CITY-ST-ZIP BONITA SPRINGS, FLORIDA 34134

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

2.1 TITLE VICE PRESIDENT Change Addition
 2.2 NAME STEVE S. BROOKS
 2.3 STREET ADDRESS 211 BAYFRONT DR.
 2.4 CITY-ST-ZIP BONITA SPRINGS, FLORIDA 34134

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

3.1 TITLE Change Addition
 3.2 NAME
 3.3 STREET ADDRESS
 3.4 CITY-ST-ZIP

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

4.1 TITLE Change Addition
 4.2 NAME
 4.3 STREET ADDRESS
 4.4 CITY-ST-ZIP

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

5.1 TITLE Change Addition
 5.2 NAME
 5.3 STREET ADDRESS
 5.4 CITY-ST-ZIP

TITLE DELETE
 NAME
 STREET ADDRESS
 CITY-ST-ZIP

6.1 TITLE Change Addition
 6.2 NAME 500002597425
 6.3 STREET ADDRESS -07/24/98--01020--029
 6.4 CITY-ST-ZIP ***158.75

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 on an attachment with an address.

SIGNATURE

[Handwritten Signature]

7/24/98 941 495 1236

CR2E034 (5/98)

BROOKS PETROLEUM CO. OF FLORIDA, INC.



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**STEVE BROOKS
PRESIDENT
211 BAYFRONT DRIVE
BONITA SPRINGS, FLORIDA 34134**

**TELEPHONE (941) 495-1736
VOICE PAGER (800) 650-6442
FAX (941) 495-6368**

**FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314**

JULY 6, 1998

TO WHOM IT MAY CONCERN :

I RECEIVED IN THE MAIL ON FRIDAY JULY 3 THE 2ND. NOTICE FOR THE "1998 PROFIT CORPORATION ANNUAL REPORT". PLEASE BE ADVISED THAT I HAVE NOT RECEIVED THE FIRST NOTICE. WE WERE INCORPORATED IN LATE 1997 AND I HAVE NOT OWNED A CORPORATION IN FLORIDA PREVIOUSLY. I WAS UNAWARE THIS REPORT WAS REQUIRED. I AM ENCLOSING YOUR STANDARD FEE AND AM RESPECTFULLY REQUESTING THAT YOU WAIVE THE LATE FEE OF \$400.00. THANK YOU FOR YOUR CONSIDERATION. BEST REGARDS.

YOURS VERY TRULY.

**STEVE BROOKS
PRESIDENT**