

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

PROFIT
CORPORATION
ANNUAL REPORT
1998



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

DOCUMENT # P97000097677

1. Corporation Name

FAF Group, Inc.

Principal Place of Business

Mailing Address

13575 58th Street North, Ste 144
Clearwater, FL 33760

13575 58th Street North, #144
Clearwater, FL 33760

3. Date Incorporated or Qualified 11/12/97
3a. Date of Last Report

2. Principal Place of Business 2a. Mailing Address
21 Suite, Apt. #, etc 26 Suite, Apt. #, etc
4. FEI Number 59-3481232 Applied For Not Applicable

22 City & State 27 City & State
5. Certificate of Status Desired X \$8.75 Additional Fee Required

23 City & State 28 City & State
6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees

24 City 25 Country 29 Zip 30 Country
8. This corporation has liability for intangible tax under s. 199.032 Florida Statutes Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

David M. Jeffries, Esq.
220 S. Franklin Street
Tampa, FL 33602

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 607.1506, 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 NOTE: Registered Agent's signature required when reappointing.

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	President	TITLE	
NAME	Michael Berardi	1 NAME	
STREET ADDRESS	13575 58th Street North, #144	12 STREET ADDRESS	
CITY-STATE-ZIP	Clearwater, FL 33670	14 CITY-STATE-ZIP	
TITLE	Vice President	21 TITLE	200002636382--8
NAME	Daniel Lubeck	22 NAME	-09/10/98--01064--005
STREET ADDRESS	13575 58th Street North, #144	23 STREET ADDRESS	*****150.00 *****150.00
CITY-STATE-ZIP	Clearwater, FL 33760	24 CITY-STATE-ZIP	
TITLE	Secretary/Treasurer	31 TITLE	
NAME	Pamela Lubeck	32 NAME	
STREET ADDRESS	13575 58th Street, North #144	33 STREET ADDRESS	
CITY-STATE-ZIP	Clearwater, FL 33670	34 CITY-STATE-ZIP	
TITLE	Director	41 TITLE	
NAME	Michael Berardi, Jr	42 NAME	200002636382--8
STREET ADDRESS	13575 58th Street North, #144	43 STREET ADDRESS	-09/10/98--01064--006
CITY-STATE-ZIP	Clearwater, FL 33670	44 CITY-STATE-ZIP	*****8.75 *****8.75
TITLE	Director	51 TITLE	
NAME	Joseph G. Lubeck	52 NAME	
STREET ADDRESS	13575 58th Street North, #144	53 STREET ADDRESS	
CITY-STATE-ZIP	Clearwater, FL 33670	54 CITY-STATE-ZIP	
TITLE		61 TITLE	
NAME		62 NAME	
STREET ADDRESS		63 STREET ADDRESS	
CITY-STATE-ZIP		64 CITY-STATE-ZIP	

14. I hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.073(1)(a), 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, changed, or on an attachment with an address.

SIGNATURE:

SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Joseph G. Lubeck, Director

9/4/98

813-636-0444