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).

PROFIT CORPORATION ANNUAL REPORT

1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State

DIVISION OF CORPORATIONS

DOCUMENT # P97000106685 Corporation Name

CITY-ST-ZIP

SIGNATURE:

BARRY'S MODEL PRODUCTS INC.

Principal Place of Business	Mailing Address
9523 SHORT LEAF COURT	9523 SHORT LEAF COURT
APOPKA FL 32703	APOPKA FL 32703

FILED Aug 17, 1999 8:00 am Secretary of State

08-17-1999 90001 037 ***150.00



DO NOT WRITE IN THIS SPACE Date Incorporated or Qualified 12/18/1997 FEI Number Principal Place of Business 2a. Mailing Address Applied For 59-3483705 Not Applicable 21 26 Suite, Apt. #, etc. Suite. Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State \$5.00 May Be City & State 6. Election Campaign Financing Trust Fund Contribution Added to Fees 23 28 Zip Country Zip 8. This corporation owes the current year Yes [I]No Intangible Personal Property. 24 25 29 30 10. Name and Address of New Registered Agent 9. Name and Address of Current Registered Agent Name WEST, BARRY Street Address (P.O. Box Number is Not Acceptable) 9523 SHORT LEAF COURT APOPKA FL 32703 83 84 City Zip Code 85 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) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 OFFICERS AND DIRECTORS 13. 12. 1.1 TITLE TITLE DELETE ___ Change ___ Addition CR2E034 WEST, BARRY NAME 1.2 NAME 9523 SHORT LEAF COURT 1.3 STREET ADDRESS STREET ADDRESS APOPKA FL 32703 1.4 CITY-ST-ZIP CITY-ST-ZIP DELETE 2.1 TITLE Change Addition TITLE 2.2 NAME STREET ADDRESS 2.3 STREET ADDRESS CITY-ST-ZIP 2.4 CITY-ST-ZIP DELETE 3.1 TITLE Change Addition NAME 3.2 NAME 3.3 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP 3.4 CITY-ST-ZIP 4.1 TITLE TITLE DELETE 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 Addition 5.3 STREET ADDRESS STREET ADDRESS CITY-ST-ZIP 5.4 CITY-ST-ZIP TITLE 6.1 TITLE DELETE __ Change ___ Addition 6.2 NAME 6.3 STREET ADDRESS STREET ADDRESS

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 or an attachment with an address.

6.4 CITY-ST-ZIP

606254-90001-37 P97008-106085

Divison Of Corporations Annual Report Filings P O BOX 1500 Tallahassee FL 3230201500

RE: #P97000106685 BARRY'S MODEL PRODUCTS INC

Please be informed that this second request is the first and only notice I have recieved, With this in mind-I—ammenclosing the normal fee of \$150.00. Thank you.

8-9-99

BARRYWEST