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Mar 25, 1999 8:00 am
Secretary of State

03-25-1999 90062 023 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999
 FLORIDA DEPARTMENT OF STATE
 Katherine Harris Secretary of State
 DIVISION OF CORPORATIONS



DOCUMENT # P97000109036
 1. Corporation Name
 Basket Galleria of Pensacola Corp

Principal Place of Business: 3830 N. DAVIS Hwy Pensacola, Fl. 32503 US
 Mailing Address: 3830 N. DAVIS Hwy Pensacola, Fl. 32503 US



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business: 3830 N. DAVIS Hwy
 Suite, Apt. #, etc.
 2a. Mailing Address: See # 2-21-22-23+
 Suite, Apt. #, etc. 24-25
 23. City & State: Pensacola, Fl. 32503
 24. Zip: 32503 25. Country: Escambia
 27. City & State: Pensacola, Fl. 32503
 28. Zip: 32503 29. Country: Escambia

3. Date Incorporated or Qualified: 7-2-1998
 4. FEI Number: 59-3483897
 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 the current year Intangible Personal Property Tax: Yes No

9. Name and Address of Current Registered Agent
 Jones, Jack L II
 9761 Quail Hollow Circle
 Pensacola, Fl. 32514

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: Jack L Jones II, President 3-19-99
 DATE: 3-19-99

12. OFFICERS AND DIRECTORS
 TITLE: JONES, JACK L. II
 NAME: 9761 Quail Hollow Circle
 STREET ADDRESS: Pensacola, Fl. 32514
 CITY-ST-ZIP: President
 TITLE: JONES, JACK L. II
 NAME: 9761 Quail Hollow Circle
 STREET ADDRESS: Pensacola, Fl. 32514
 CITY-ST-ZIP: Secretary

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
 11 TITLE
 12 NAME
 13 STREET ADDRESS
 14 CITY-ST-ZIP
 21 TITLE
 22 NAME
 23 STREET ADDRESS
 24 CITY-ST-ZIP
 31 TITLE
 32 NAME
 33 STREET ADDRESS
 34 CITY-ST-ZIP
 41 TITLE
 42 NAME
 43 STREET ADDRESS
 44 CITY-ST-ZIP
 51 TITLE
 52 NAME
 53 STREET ADDRESS
 54 CITY-ST-ZIP
 61 TITLE
 62 NAME
 63 STREET ADDRESS
 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 on an attachment with an address, with all other like empowered.

SIGNATURE: Jack L Jones II 3-19-99 850-433-5700

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