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0986758

PROFIT CORPORATION ANNUAL REPORT

1999

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **P98000004274**

1. Corporation Name
DESTIN RETAIL, INC.

Principal Place of Business	Mailing Address
1318 SWANN AVENUE TAMPA FL 33606	1318 SWANN AVENUE TAMPA FL 33606

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified
01/14/1998

4. FEI Number
59-3487620
[ ] 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

2. Principal Place of Business	2a. Mailing Address
21 5858 Central Avenue	26 5858 Central Avenue
Suite, Apt. #, etc 22	Suite, Apt. #, etc 27
City & State 23 St. Petersburg, Fl	City & State 28 St. Petersburg, Fl
Zip / Country 24 33707 / 25 US	Zip / Country 29 33707 / 30 US

9. Name and Address of Current Registered Agent

FILIPPELLI, JOSEPH A
1318 SWANN AVENUE
TAMPA FL 33606

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)
5858 Central Avenue
83 300002858903---1
-04/30/99--01113--011
****158.75

84 City St. Petersburg FL 85 Zip Code 33707

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 ✓ Joseph A Filippelli 4-20-99
Signature, typed or printed name of registered agent and title if applicable — NOTE: Registered Agent Signature is required when reinstated — DATE

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	D	[ ] DELETE	11 TITLE	D, P, T, S	[✓] Change [ ] Addition
NAME	FILIPPELLI, JOSEPH A		12 NAME		
STREET ADDRESS	1318 SWANN AVENUE		13 STREET ADDRESS	5858 Central Avenue	
CITY-ST-ZIP	TAMPA FL 33606		14 CITY-ST-ZIP	St. Petersburg, Fl 33707	
TITLE		[ ] DELETE	21 TITLE	V, D	[ ] Change [✓] Addition
NAME			22 NAME	Bember, Melvin F.	
STREET ADDRESS			23 STREET ADDRESS	5858 Central Avenue	
CITY-ST-ZIP			24 CITY-ST-ZIP	St. Petersburg, Fl 33707	
TITLE		[ ] DELETE	31 TITLE	V, D	[ ] Change [✓] Addition
NAME			32 NAME	Sembler, Brent D.	
STREET ADDRESS			33 STREET ADDRESS	5858 Central Avenue	
CITY-ST-ZIP			34 CITY-ST-ZIP	St. Petersburg, Fl 33707	
TITLE		[ ] DELETE	41 TITLE	V, D	[ ] Change [✓] Addition
NAME			42 NAME	Sembler, Gregory S.	
STREET ADDRESS			43 STREET ADDRESS	5858 Central Avenue	
CITY-ST-ZIP			44 CITY-ST-ZIP	St. Petersburg, Fl 33707	
TITLE		[ ] DELETE	51 TITLE	V, D	[ ] Change [✓] Addition
NAME			52 NAME	Ster, Craig N.	
STREET ADDRESS			53 STREET ADDRESS	5858 Central Avenue	
CITY-ST-ZIP			54 CITY-ST-ZIP	St. Petersburg, Fl 33707	
TITLE		[ ] DELETE	61 TITLE	V, D.	[ ] Change [✓] Addition
NAME			62 NAME	Fugua, Jeffrey S.	
STREET ADDRESS			63 STREET ADDRESS	5858 Central Avenue	
CITY-ST-ZIP			64 CITY-ST-ZIP	St. Petersburg, Fl 33707	

TD 4/23/99 99M

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: ✓ Joseph A Filippelli 4-20-99 727-540-0339
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

CR2E034 (11/98)