


**FILED**  
**May 05, 1999 8:00 am**  
**Secretary of State**

05-05-1999 90202 015 \*\*\*150.00

<b>PROFIT CORPORATION ANNUAL REPORT 1999</b>				<b>FLORIDA DEPARTMENT OF STATE</b> <b>Katherine Harris</b> <b>Secretary of State</b> <b>DIVISION OF CORPORATIONS</b>	
<b>DOCUMENT # P98000021885</b>					
<b>1. Corporation Name</b> <b>THE PENDRAGON GROUP, INC.</b>					
<b>Principal Place of Business</b> 120 BUTTONWOOD DRIVE KEY BISCAIYNE FL 33149			<b>Mailing Address</b> 120 BUTTONWOOD DRIVE KEY BISCAIYNE FL 33149		
<b>2. Principal Place of Business</b>					
<b>21</b> Suite, Apt. #, etc.			<b>2a. Mailing Address</b>		
<b>22</b> City & State			<b>2b. Mailing Address</b>		
<b>23</b> Zip			<b>2c. Country</b>		
<b>24</b>			<b>25</b>		
<b>26</b>			<b>27</b>		
<b>28</b>			<b>29</b>		
<b>29</b>			<b>30</b>		
<b>3. Date Incorporated or Qualified</b> 03/09/1998					
<b>4. FEL Number</b> 63-0720832					
<b>5. Certificate of Status Desired</b> <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>					
<b>6. Election Campaign Financing Trust Fund Contribution</b> <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>					
<b>7. This corporation owes the current year Intangible Personal Property Tax.</b> <input type="checkbox"/> Yes <input type="checkbox"/> No					
<b>8. Name and Address of Current Registered Agent</b> CORPORATION SERVICE COMPANY 1201 HAYS STREET TALLAHASSEE FL 32301-2525					
<b>9. Name and Address of New Registered Agent</b>					
<b>10. Name and Address of New Registered Agent</b>					
<b>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.</b>					
<b>SIGNATURE</b>					
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)					
DATE					
<b>12. OFFICERS AND DIRECTORS</b>					
<b>13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12</b>					
<b>1.1 TITLE</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition					
<b>1.2 NAME</b>					
<b>1.3 STREET ADDRESS</b>					
<b>1.4 CITY-ST-ZIP</b>					
<b>2.1 TITLE</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition					
<b>2.2 NAME</b>					
<b>2.3 STREET ADDRESS</b>					
<b>2.4 CITY-ST-ZIP</b>					
<b>3.1 TITLE</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition					
<b>3.2 NAME</b>					
<b>3.3 STREET ADDRESS</b>					
<b>3.4 CITY-ST-ZIP</b>					
<b>4.1 TITLE</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition					
<b>4.2 NAME</b>					
<b>4.3 STREET ADDRESS</b>					
<b>4.4 CITY-ST-ZIP</b>					
<b>5.1 TITLE</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition					
<b>5.2 NAME</b>					
<b>5.3 STREET ADDRESS</b>					
<b>5.4 CITY-ST-ZIP</b>					
<b>6.1 TITLE</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition					
<b>6.2 NAME</b>					
<b>6.3 STREET ADDRESS</b>					
<b>6.4 CITY-ST-ZIP</b>					

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:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4/19/99 (205) 444-5678  
 Date Daytime Phone #

CR2E034 (1/98)