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PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State DIVISION OF CORPORATIONS

DOCUMENT # P98000023763

1. Corporation Name

TITANIC LEASING INC.

CORAL GABLES FL 33146		CORAL GABLES FL 33146
2. Principa	al Place of Business	2a. Mailing Address
21 5	SAME	26 SAME
Suite, Apt. #, etc.		Suite, Apt. #, etc.
22		[27]
City & State		City & State
23		28
Zip	Country	Zip Country
24	25	29 30
	9. Name and Address of	Current Registered Agent

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA



Principal Place of Business Mailing Address 5613 PONCE DE LEON BLVD 5813 PONCE DE LEON RIVO DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualifed 03/12/1998 4. FEI Number Applied For 65 0830868 Not Applicable \$8.75 Additional 5. Certificate of Status Desired Fee Required 6. Election Campaign Financing \$5.00 May Be Trust Fund Contribution Added to Fees 8. This corporation owes the current year Intangible Personal Property Tax LlYes []No 10. Name and Address of New Registered Agent 81 Name NG CHANGE
Street Address (P.O. Box Number is Not Acceptable) RUSK, KEVIN D 82 **5813 PONCE DE LEON BLVD CORAL GABLES FL 33146** 83 84 City 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 register 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): 12. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 13. DELETE PD [] Change TITLE 1.1 TITLE [] Add-tion RUSK, KEVIN D NAME 12 NAME 7000028006**57**---8 **5813 PONCE DE LEON BLVD** -03/10/93--01056--003 STREET ADDRESS 13 STREET ADDRESS **CORAL GABLES FL 33146** ****150.00 ****150.00 CITY-ST-ZIP 1.4 CITY-ST-ZIP [] DELETE [] Change []] Addition TITLE 2 1 TITLE SULLIVAN, STEPHEN G NAME 2 2 NAME 5813 PONCE DE LEON BLVD 2.3 STREET ADDRESS STREET ADDRESS **CORAL GABLES FL 33146** CITY-ST-ZIP 2 4 CiTY-ST-ZIF DELETE TITLE STD 3 1 TITLE [] Change []] Addition RUSK, MICHAEL H NAME 3.2 NAME 5813 PONCE DE LEON BLVD STREET ADDRESS 33 STREET ADDRESS CORAL GABLES FL 33146 34 CITY-ST-ZIP CITY-ST-ZIP □ DELETE 4 1 TITLE [] Change [] Addition TITLE NALE 4 2 NAME 4.3 STREET ADORESS STREET ADDRESS CITY-ST-ZIP 4.4 City-St-7/P DELETE 5.1 TITLE Change [] Addition TITLE 5.2 NAME NAME 5.3 STREET ADDRESS STREET ADDRESS 54 CiTY-S1-7IP CITY-ST-2IP DELETE 61 TITLE TITLE F 1 Change [] Addition 6.3 STREET ADDRESS

14. I hereby certify that the information copplied with this fling indicated on this annual report of supplemental annual reportion of the composition of the composition of the requirement of the composition of the requirement with Block 12 or Block 13 if challed, or op an attachment with qualify for the exemption stated in Section 119.07(3)(i). Florida Statutes. I further certify that the information and accurate and that my signature shall have the same legal effect as if made under oath; that I am an wered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in

SIGNATURE:

OR DIRECTOR

1-888-821-870