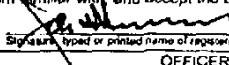


PROFIT CORPORATION ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P98000028669			
1. Corporation Name HEINZ ENTERPRISES, INC.			
Principal Place of Business 1001 NORTH MAGNOLIA OCALA FL 34475		Mailing Address 44 WEST HANGING ROCK COURT BEVERLY HILLS FL 34465 1001 NO. MAGNOLIA AVE OCALA FL 34475	
2. Principal Place of Business 21 1001 NO MAGNOLIA AVE		2a. Mailing Address 28 1001 NO MAGNOLIA AVE	
Suite, Apt. #, etc. 22 0		Suite, Apt. #, etc. 27 0	
City & State 23 OCALA FL		City & State 28 OCALA FL	
Zip 24 34475		Zip 29 34475	
Country 26 USA		Country 30 USA	
9. Name and Address of Current Registered Agent HEINZ, JOHN L 1001 NORTH MAGNOLIA OCALA FL 34475		10. Name and Address of New Registered Agent B1 Name B2 Street Address (P.O. Box Number is Not Acceptable) B3 B4 City B5 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 		DATE 1-8-99	
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE CEO		1.1 TITLE CEO	
NAME JACK HEINZ		1.2 NAME JACK HEINZ	
STREET ADDRESS 1001 NO MAGNOLIA AVE		1.3 STREET ADDRESS 1001 NO MAGNOLIA AVE	
CITY-ST-ZIP OCALA FL 34475		1.4 CITY-ST-ZIP OCALA FL 34475	
TITLE PRESIDENT		2.1 TITLE PRESIDENT	
NAME PAT NEEDHAM		2.2 NAME PAT NEEDHAM	
STREET ADDRESS 1001 NO MAGNOLIA AVE		2.3 STREET ADDRESS 1001 NO MAGNOLIA AVE	
CITY-ST-ZIP OCALA FL 34475		2.4 CITY-ST-ZIP OCALA FL 34475	
TITLE JOHN HEINZ V.P.		3.1 TITLE JOHN HEINZ V.P.	
NAME JOHN HEINZ		3.2 NAME JOHN HEINZ	
STREET ADDRESS 1001 NO. MAGNOLIA AVE		3.3 STREET ADDRESS 1001 NO. MAGNOLIA AVE	
CITY-ST-ZIP OCALA, FL 34475		3.4 CITY-ST-ZIP OCALA, FL 34475	
TITLE JOHN HEINZ		4.1 TITLE JOHN HEINZ	
NAME JOHN HEINZ		4.2 NAME JOHN HEINZ	
STREET ADDRESS 1001 NO MAGNOLIA AVE		4.3 STREET ADDRESS 1001 NO MAGNOLIA AVE	
CITY-ST-ZIP OCALA FL 34475		4.4 CITY-ST-ZIP OCALA FL 34475	
TITLE JOHN HEINZ		5.1 TITLE JOHN HEINZ	
NAME JOHN HEINZ		5.2 NAME JOHN HEINZ	
STREET ADDRESS 1001 NO MAGNOLIA AVE		5.3 STREET ADDRESS 1001 NO MAGNOLIA AVE	
CITY-ST-ZIP OCALA FL 34475		5.4 CITY-ST-ZIP OCALA FL 34475	
TITLE JOHN HEINZ		6.1 TITLE JOHN HEINZ	
NAME JOHN HEINZ		6.2 NAME JOHN HEINZ	
STREET ADDRESS 1001 NO MAGNOLIA AVE		6.3 STREET ADDRESS 1001 NO MAGNOLIA AVE	
CITY-ST-ZIP OCALA FL 34475		6.4 CITY-ST-ZIP OCALA FL 34475	

SIGNATURE: 
 W. P. NEEDHAM

1-8-99 352-732-6605
 Date Daytime Phone #