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PROFIT CORPORATION ANNUAL REPORT 1999



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

DOCUMENT # P98000037185

1. Corporation Name EXCEPTIONAL DESIGNS, INC.

Principal Place of Business 1208 NW 97TH AVE. #237 PEMBROKE PINES FL 33021

Mailing Address 1208 NW 97TH AVE. #237 PEMBROKE PINES FL 33021

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified 05/01/1998

4. FEI Number 65-0851078 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 21 Suite, Apt. #, etc. 22 City & State 23 Zip 33024 24 Country 25

2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 33024 29 Country 30

9. Name and Address of Current Registered Agent

MARSHALL P. KRUPNICK, P.A. 4000 HOLLYWOOD BLVD, STE 350-N HOLLYWOOD FL 33021

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

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

Table with 5 rows for Officers and Directors. Includes fields for Title, Name, Street Address, City-ST-ZIP, and a DELETED checkbox. Handwritten entry: PRES, DIR, SECTY ELAINE TERNER 1208 NW 97TH AVE - #237 PEMBROKE PINES, FL 33024

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Table with 8 rows for Additions/Changes to Officers and Directors. Includes fields for Title, Name, Street Address, City-ST-ZIP, and checkboxes for Change and Addition. Handwritten note: SEE LEFT

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: X Elaine Terner ELAINE TERNER 954 432-3366

CRZE034 (11/98)