

DOC # P-98000045765 *****

1. Entity Name LION OF ODESSA INCORPORATED

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Principal Place of Business Mailing Address
10326 BUENA VENTURA DRIVE
BOCA RATON FLORIDA
33498-6710

2. Principal Place of Business BOCA RATON FLORIDA
3. Mailing Address 10326 BUENA VENTURA DRV
Suite, Apt. #, etc.

DO NOT WRITE IN THIS SPACE

City & State BOCA RATON FLORIDA City & State BOCA RATON FLORIDA 4. FEI Number * 65-0837544 *** Applied For Not Applicable
Zip 33498-6710 Country PALM BEACH Zip 33498-6710 Country PALM BEACH 5. Certificate of Status Desired \$8.75 Additional Fee Required

6. Name and Address of Current Registered Agent LENNARD FELDMAN
10326 BUENA VENTURA DRIVE
BOCA RATON FLORIDA 33498-6710
7. Name and Address of New Registered Agent RICHARD L FREEDMAN ATTY AT LAW
Street Address (P.O. Box Number is Not Acceptable) 2101 WEST COMMERCIAL BLVD
SUITE# 5400
City FT LAUDERDALE FL Zip Code 33309

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE Richard L. Freedman 3/23/00
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

9. This corporation is eligible to satisfy its Intangible Tax filing requirement and elects to do so. (See criteria on back) FILE NOW!!! FEE IS \$150.00 After MAY 1, 2000 Fee will be \$550.00 Make Check Payable to Department of State 10. Election Campaign Financing Trust Fund Contribution. \$5.00 May Be Added to Fees

11. OFFICERS AND DIRECTORS				12. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11			
TITLE	president	secretary	<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME	treasure	director		NAME			
STREET ADDRESS	lennard	feldman		STREET ADDRESS	800003196138--8		
CITY-ST-ZIP	10326	buena ventura drv		CITY-ST-ZIP	-04/04/00--01103--022		
TITLE	boca raton florida	33498-6710	<input type="checkbox"/> Delete	TITLE	****300.00	<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				NAME			
STREET ADDRESS				STREET ADDRESS			
CITY-ST-ZIP				CITY-ST-ZIP			
TITLE			<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				NAME			
STREET ADDRESS				STREET ADDRESS			
CITY-ST-ZIP				CITY-ST-ZIP			
TITLE			<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				NAME			
STREET ADDRESS				STREET ADDRESS			
CITY-ST-ZIP				CITY-ST-ZIP			
TITLE			<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change	<input type="checkbox"/> Addition
NAME				NAME			
STREET ADDRESS				STREET ADDRESS			
CITY-ST-ZIP				CITY-ST-ZIP			

13. 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 report or supplemental 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 11 or Block 12 if changed, or on an attachment with an address, with all other like empowerment.

SIGNATURE: LENNARD FELDMAN FEBRUARY 24th 2000* #561-883-7857
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/99)

Attachment

LION OF ODESSA INCORPORATED
10326 BUENA VENTURA DRIVE
BOCA RATON, FLORIDA 33498-6710

February 24, 2000

Department of State
Division of Corporations -
Reinstatement Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Lion of Odessa, Inc.
EIN 65-0837544
Document # P98000045765

Gentlemen:

As the owner and sole director of the above referenced corporation, I am writing you to request reinstatement of this corporation. I am requesting a one-time waiver of any reinstatement fees for 1999 based upon the following reasons. I moved my corporate location during 1998. The 1999 Annual Report was never forwarded to my new address, and I therefore never received it. This is the first time I have ever owned and operated a corporation, and I was not aware of this annual filing requirement. I would have filed the Annual Report if it had been forwarded to me, but that was not the case. My accountant has since brought the annual filing requirement to my attention. I will file the Uniform Business Reports for future years in a timely manner (on or before May 1).

I have enclosed a completed 2000 Uniform Business Report, along with a check for \$300 payable to the Department of State representing the annual fee for the years 1999 and 2000. Based upon the above information, please reinstate my corporation and grant me the one-time waiver of reinstatement fees. Thank you in advance for your cooperation.

Sincerely,


Lennard Feldman

Enclosures