PROFIT CORPORATION ANNUAL REPORT

1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State DIVISION OF CORPORATIONS

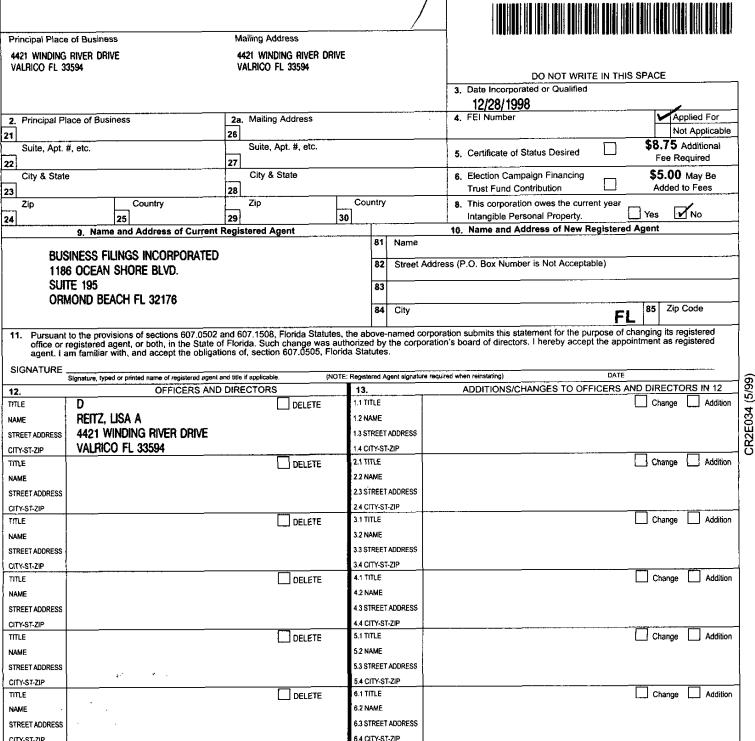
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PANDORA'S BOXERS, INC.

Mailing Address Principal Place of Business 4421 WINDING RIVER DRIVE 4421 WINDING RIVER DRIVE VALRICO FL 33594 VALRIÇO FL 33594

FILED Aug 24, 1999 8:00 am Secretary of State

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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 sustee 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.

SIGNATURE

813) 34Z-1039