

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER SEPTEMBER 17, 1997.
AMOUNT DUE ON OR BEFORE 9/17/97: \$550 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$750.)

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # S39675

(1)

1. Corporation Name

DISCOVERY INVESTMENTS, INC.

Principal Place of Business

901 S. FEDERAL HIGHWAY
SUITE 200
FT. LAUDERDALE FL 33316
US

Mailing Address

901 S. FEDERAL HIGHWAY
SUITE 200
FT. LAUDERDALE FL 33316
US

FILED
97 JUL 18 PM 2:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified		3a. Date of Last Report	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		03/18/1991		08/05/1996	
22 City & State		27 City & State		4. FEI Number		Applied For	
23 Zip		28 Zip		65-0251255		Not Applicable	
24 Country		29 Country		5. Certificate of Status Desired		8.75 Additional Fee Required	
25		30		6. Election Campaign Financing		5.00 May Be Added to Fees	
26		31		7. This corporation owes or has paid the current year Intangible		Yes No	
27		32		Personal Property Tax due June 30.		Yes No	
28		33		8. This corporation owes or has paid the current year Intangible		Yes No	
29		34		Personal Property Tax due June 30.		Yes No	
30		35		9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
31		36		LEONARD, C. GLENN		B1 Name	
32		37		4875 NORTH FEDERAL HIGHWAY		B2 Street Address (P.O. Box Number is Not Acceptable)	
33		38		10TH FLOOR		B3	
34		39		FT. LAUDERDALE FL 33308		B4 City	
35		40				FL 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

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

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	D	1.1 TITLE	Change Addition
NAME	WHIDDON, GEN A., JR	1.2 NAME	000002245980--4
STREET ADDRESS	901 S. FEDERAL HWY	1.3 STREET ADDRESS	-07/23/97--01138--024
CITY-ST-ZIP	FT LAUDERDALE FL	1.4 CITY-ST-ZIP	****165.00 ****165.00
TITLE		2.1 TITLE	Change Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE		3.1 TITLE	Change Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE		4.1 TITLE	Change Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	Change Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	Change Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I do 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, as changed, or on an attachment with an address.

SIGNATURE

[Signature]

CR2E034 (4/97)

(2)

DISCOVERY INVESTMENTS
901 South Federal Highway
Suite 200
Fort Lauderdale, Florida 33316

July 15, 1997

Annual Department Filing
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

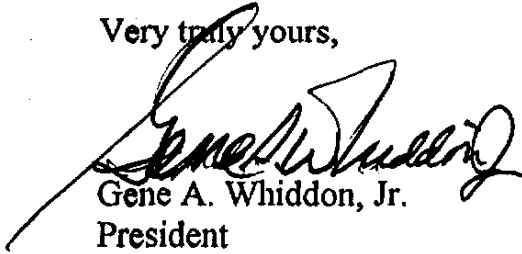
To Whom It May Concern:

I just received a second notice regarding the Annual Report for Discovery Investments, Inc.

I never received the first notice of filing and am therefor enclosing a \$165.00 fee which is required by the State.

Please waive any additional fees due to the fact that I did not receive the first notice.
Thank you for your cooperation.

Very truly yours,



Gene A. Whiddon, Jr.
President

GAW\ccc