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Jan 22 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



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

DOCUMENT # **S64747**

(6)

1. Corporation Name:
PAYMASTER MANAGEMENT, INC.

Principal Place of Business

**201 FLORIDA PLACE, S.E.
FT. WALTON BEACH FL 32549
US**

Mailing Address

**P. O. BOX 2587
FT. WALTON BEACH FL 32549-2587
US**



2. Principal Place of Business

21 **91 Ready Ave**

State, Apt. #, etc.

22

City & State

23 **FT. WALTON BEACH, FL**

Zip

24 **32548**

Country

25 **OKALOOSA**

2a. Mailing Address

26 **P.O. Box 2587**

State, Apt. #, etc.

27

City & State

28 **FT. WALTON BEACH, FL**

Zip

29 **32549**

Country

30 **OKALOOSA**

3. Date Incorporated or Qualified

07/02/1991

3a. Date of Last Report

02/23/1996

4. FEI Number

59-3071784

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 has liability for intangible tax under s. 199.032,
Florida Statutes



Yes



No

9. Name and Address of Current Registered Agent

**BROOKS, JANICE FOSTER
861 MASTERS BLVD
SHALIMAR FL 32579**

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 607.1505, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office, 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 of officer or director required when registering)

(Signature of registered agent required when registering)

DATE

12.

OFFICERS AND DIRECTORS

TITLE

V

NAME

**BROOKS, JANICE F
861 THE MASTERS BLVD.
SHALIMAR FL**

STREET ADDRESS

CITY, ST, ZIP

TITLE

P

NAME

**BROOKS, MARION E.
861 THE MASTERS BLVD.
SHALIMAR FL**

STREET ADDRESS

CITY, ST, ZIP

TITLE

NAME

STREET ADDRESS

CITY, ST, ZIP

TITLE

NAME

STREET ADDRESS

CITY, ST, ZIP

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NAME

STREET ADDRESS

CITY, ST, ZIP

TITLE

NAME

STREET ADDRESS

CITY, ST, ZIP

13.

ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE

Vice President

Change

Addition

1.2 NAME

1.3 STREET ADDRESS

1.4 CITY, ST, ZIP

2.1 TITLE

President

Change

Addition

2.2 NAME

2.3 STREET ADDRESS

2.4 CITY, ST, ZIP

3.1 TITLE

Change

Addition

3.2 NAME

3.3 STREET ADDRESS

3.4 CITY, ST, ZIP

4.1 TITLE

Change

Addition

4.2 NAME

4.3 STREET ADDRESS

4.4 CITY, ST, ZIP

5.1 TITLE

Change

Addition

5.2 NAME

5.3 STREET ADDRESS

5.4 CITY, ST, ZIP

6.1 TITLE

Change

Addition

6.2 NAME

6.3 STREET ADDRESS

6.4 CITY, ST, ZIP

14. I do hereby certify that the information reported with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information included in this annual report or supplementary 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 or change of or removal of attachment with an address.

SIGNATURE:

Janice F. Brooks
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

1/10/97

11/10/96

CR2E034 (9/96)