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Apr 21 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 # V02027 (3)
1. Corporation Name
CONQUEST PRODUCTIONS, INC.



Principal Place of Business

CONQUEST
BOX 674
PALM HARBOR FL 34682

Mailing Address

CONQUEST
BOX 674
PALM HARBOR FL 34682-0674

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

24 25

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip Country

29 30

3. Date Incorporated or Qualified
12/20/1991

3a. Date of Last Report
05/17/1996

4. FEI Number
NOT APPLICABLE

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

RITA SANTACRUZ
3214 W. CYPRESS STREET
TAMPA FL 33607

10. Name and Address of New Registered Agent

81 Name CATHERINE REICHEL

82 Street Address (P.O. Box Number is Not Acceptable)
1721 GEORGIA AVE.

83

84 City PALM HARBOR

85 Zip Code FL 34683

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 *Catherine T. Reichel* CATHERINE T. REICHEL, DIRECTOR/SECRETARY

4/14/97

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

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE D
NAME REICHEL, RICHARD R.
STREET ADDRESS 1721 GEORGIA AVE.
CITY-ST-ZIP PALM HARBOR FL

TITLE D
NAME REICHEL, CATHERINE T.
STREET ADDRESS 1721 GEORGIA AVE.
CITY-ST-ZIP PALM HARBOR FL

TITLE D
NAME REICHEL, RAULTON R.
STREET ADDRESS 1721 GEORGIA AVE.
CITY-ST-ZIP PALM HARBOR FL

TITLE DS
NAME SANTACRUZ, RITA
STREET ADDRESS 3214 W. CYPRESS ST.
CITY-ST-ZIP TAMPA FL

TITLE D
NAME SANTACRUZ JR, JOSE A
STREET ADDRESS 326 WILSON ST., #107
CITY-ST-ZIP HOLLYWOOD FL

TITLE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE DC
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

2.1 TITLE DS
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

4.1 TITLE D
4.2 NAME REICHEL, ROUCHEL R.
4.3 STREET ADDRESS 1721 GEORGIA AVE.
4.4 CITY-ST-ZIP PALM HARBOR, FL.

5.1 TITLE DP
5.2 NAME KARAVATOS, WILLIAM
5.3 STREET ADDRESS 1722 HICKORY GATE DRIVE NORTH
5.4 CITY-ST-ZIP DUNEDIN, FL. 34698

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
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 if changed, or on an attachment with an address.

CR2E034 (9/96)