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.)

FILED Jul 18 1997 8:00am PROFIT FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham Secretary of State ANNUAL REPORT Secretary of State 1997 DIVISION OF CORPORATIONS DOCUMENT # V30013 (9)RICHARD J. LAMPEN, P.A. Principal Place of Business Mailing Address C/O BROOKE GROUP LTD C/O BROOKE GROUP LTD 100 S E SECOND ST 32ND FL 100 S E SECOND ST 32 FL MIAMI FL 33131 DO NOT WRITE IN THIS SPACE MIAMI FL 33131 3. Date Incorporated or Qualified 3a. Date of Last Report 04/21/1992 01/30/1996 2. Principal Place of Business 2a. Mailing Address Applied For 26 65-0342911 Not Applicable 21 Suite, Apt. #. etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired Fee Required 22 27 City & State City & State 6. Election Campaign Financing \$5.00 May Be Trust Fund Contribution 23 28 Added to Fees Country Zip Country 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No Zip Personal Property Tax due June 30. □ No 25 29 30 24 9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Namo LAMPEN, RICHARD J. C/O BROOKE GROUP LTD R2 Street Address (P.O. Box Number is Not Acceptable) 100 S E SECOND ST 32ND FLOOR 83 **MIAMI FL 33131** 84 City Zip Code 85 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) 12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 (4/97 DEL ETE Change TITLE 1.1 TOUR Addition LAMPEN, RICHARD J. CR2E034 NAME 1.2 NAME C/O BROOKE GROUP LTD 100 SE SECOND ST 32FL STREET ADDRESS 1.3 STREET ADDRESS MIAMI FL 1.4 CITY - ST - ZIP CITY-ST-ZIP DELETE Change Addition TITLE 21 TITLE NAME 2.2 NAME STREET ADDRESS 2.3 STREET ADDRESS 2 4 CITY-ST-ZIP CITY-ST-ZIP DELETE Addition TITLE 3 1 111LE Change NAME 3.2 NAMI STREET ADDRESS 3.3 STREET ADORESS CITY-ST-ZIP 3.4. CITY - ST- 2IP TITLE DELETE 41.101.6 Change Addition NAME 4.2 NAME STREET ADDRESS 4 3 STREET AUDRESS CITY-ST-ZIP 4.4 CITY - ST - ZIP DELETE Change Addition TITLE 5.1 TO LE NAME 5.2 NAME STREET ADDRESS 5.3 STREET ADDRESS CITY-ST-ZIP 5.4 CITY - \$1 - ZIP DELETE Addition Change TITEE 6.1 TITLE NAME 6.2 NAME STREET ADDRESS **63 STREET ADDRESS** CITY-\$1-ZIP 6.4 CHY-S1-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 eath; that I am an officer or director of this corporation or the receiver at 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 chapged, or on an attarbation with an address.

RICHARD J. LAMBON

305-579-8000