FII	LE NOW: FILING FEE A	AFTER MAY 1 IS	\$550 <b>.</b> 00	APPROVED AND	
CORI ANNU	POFIT PORATION AL REPORT	FLORIDA DEPART Sandra B. Scignetary DIVISION OF C	<b>Mortham</b> y of State	97 AUG 18 PM 3: 42	
DOCUMENT # V34719 1. Corporation Name RHYTHM MODULES INC.				SECRETARY OF STATE TALLAHASSEE, FLORIDA	
Principal Place of Business Mailing Address  480 MARTIN RD.  MARGATE, FLORIDA 33068				Date Incorporated or Qualified	3a. Date of Last Report
	ace of Business MARTIN RD.	2a. Mailing Address		05/08/1992 4. FEI Number 65-0478272	03/01/96 Applied For Not Applicable
22 City & State		Suite, Apt. #, etc. 27  City & Slale		Certificate of Status Desired     B. Election Campaign Financing	\$8.75 Additional Fee Required \$5.00 May Be
23 MARG	FLORIDA  3068 Country US	28 Zip	Country 30	Trust Fund Contribution  8. This corporation has fiability for in	Added to Fees
BISSONNETTE, ROBERT P.  \$21 NE 3RD AVENUE,  FORT LAUDERDALE, FL 33304  84 City  10. Name and Address of New Registered Agent  85 Name  86 Name  87 Street Address (P.O. Box Number is Not Acceptable)  88 City  FL 85 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, 37th chi no sweepauthorized 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 667.8565, its feat-state.  SIGNATURE  Signature typed or purifical name of registered agent and tile of applicable. (NOTE Registered Agent signature typed or purifical name of registered agent and tile of applicable.)  (NOTE Registered Agent signature typed or purifical name of registered agent and tile of applicable.					
12.	OFFICERS AND	DIRECTORS	13.	ADDITIONS/CHANGES TO OFFICE	
NAME STREET ADDRESS	P/D Dinkins, Larry 5940 NW 14 CT	☐ DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS		Change Addition
CITY-ST-ZIP TITLE NAME STREET ADDRESS	Sunrise, FL V/D Solomon, Lawren 9430 NW 21 Mand		1.4 CHY-ST-ZIP 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS	-08/20/	2726930AW5 /9701040024 55.00 ****165.00
ST-ZIP  NAME  PREET ADDRESS	Sunrige, FL ST/D Levenson, Scott 480 Martin Rd		2 4 CHY+ST-7IP 3.1 THE 3.2 NAME 3.3 STREET ADDRESS		Change Addition
CITY-ST-ZIP TITLE NAME STREET ADDRESS	V/D Braff, Humprey 6211 NW 14 PL	DELETE	3.4. CITY - ST - ZIP 4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS		☐ Change ☐ Addition
TITLE NAME STREET ADDRESS	Sunrise, FL 33	3 3 1 4 DELETE	4.4 CITY-ST-ZIP 5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS		☐ Change ☐ Addition
CITY-ST-ZIP TITLE NAME STREET ADDRESS CITY-ST-ZIP		☐ DELETE	5.4 CITY-ST-ZIP 6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	a	Change Addition  Alway  8/18/97
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 13 if changed, or on an attachment with an address.					
SIGNATURE: Seven Jewes - Scott Levenson 8/13/97 954-749-6/04					

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(D)

LAW OFFICES

Anthony M. Livoti, Jr., P.A.

ATTORNEYS AND COUNSELORS AT LAW

721 N.E. 3RD AVENUE

FORT LAUDERDALE, FLORIDA 33304

(954) 463-3777

July 9, 1997

OF COUNSEL

DONALD E. OSWALD MEMBER OF FLORIDA BAR

KENNETH D. TAGUE MEMBER OF FLORIDA & TEXAS BARS

Florida Department of State Division of Corporations Annual Report Filings O Box 6327 Tallahassee, Florida 32314

Dear Six or Madam:

ANTHONY M. LIVOTI, JR. MEMBER OF FLORIDA, NEW YORK

ROBERT P. BISSONNETTE

MEMBER OF FLORIDA BAR

& WASHINGTON D.C. BARS

Enclosed please find the 1997 Annual Report for Rhythm Modules, Inc., and a check for \$165 for filing same. The reason my client's Annual Report is late is because your division did not send, or at least I did not receive the 1997 Pre-printed Annual Report.

Although my address as registered agent did change within the last year, I did file a change of address with the US Postmaster. Further, my office called no less than five (5) times since May to request a blank Annual Report, and it did not arrive until June.

After speaking with annual report filings, I was advised that your are still accepting the \$165 because of a backlog in sending out the annual reports. If there has been any change in that status, kindly advise me of same.

Very truly yours,

Robert P. Bissonnette, Esq.

Robert P. Bissouette

RPB:1h