

FILED

Feb 25 1997 8:00am
Secretary of State

<div>PROFIT CORPORATION ANNUAL REPORT 1997</div> <div>DOCUMENT # 141345</div>		<div>FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS</div>		<div>Feb 25 1997 8:00am</div> <div>Secretary of State</div>	
<div>1. Corporation Name FESTIVAL OF GOLD INC.</div>					
<div>Principal Place of Business 2900 W. Sample St. Bon Paso Beach, FL.</div>		<div>Mailing Address C/O LEE DRELICH 8211 W. Broward Blvd. #200 Plantation, FL 33324</div>			
<div>2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24</div>		<div>2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29</div>		<div>3. Date Incorporated or Qualified 3a. Date of Last Report 4. FEI Number 5. Certificate of Status Desired 6. Election Campaign Financing 7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes</div>	
<div>9. Name and Address of Current Registered Agent LEE DRELICH CPA 8211 W. Broward Blvd. #200 Plantation, FL 33324</div>		<div>10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City 85 Zip Code</div>			
<div>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.</div>					
<div>SIGNATURE 12. OFFICERS AND DIRECTORS 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12</div>					
<div>12. OFFICERS AND DIRECTORS TITLE NAME STREET ADDRESS CITY- ST- ZIP 14. I 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 is stated 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</div>		<div>13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY- ST- ZIP 2.1 TITLE 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 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY- ST- ZIP 5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY- ST- ZIP 6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY- ST- ZIP</div>			
<div>SIGNATURE SIDNEY LEIBOWITZ</div>		<div>000002098410 -02/26/97--01056--007 ***165.00</div>			

CR2E034 (9/96)