FILE NOW: FILING FEE AFTER MAY 1ST IS $550.00

PROFIT CORPORATION ANNUAL REPORT 1999

FLORIDA DEPARTMENT OF STATE

Secretary of State

DOCUMENT # V48460 (2)

FILED
May 24, 1999 8:00 am
Secretary of State
05-24-1999 90006 039 ***150.00

1. Corporation Name

MITCHELL INVESTMENTS, INC.

Principal Place of Business

5035 E. BUSCH BLVD SUITE 4
TAMPA FL 33617
US

Mailing Address

5035 E. BUSCH BLVD SUITE 4
TAMPA FL 33617
US

2. Principal Place of Business

21 Suite, Apt. #, etc.
22 City & State
23 Zip
24 Country
25

2a. Mailing Address

26 Suite, Apt. #, etc.
27 City & State
28 Zip
29 Country
30

PLEASE WRITE IN THIS SPACE

3. Date Incorporated or Qualified

07/02/1992

4. FEI Number

59-3137307

Applied For / Not Applicable

5. Certificate of Status Desired [ ] $8.75 Additional Fee Required

6. Check if requested Documents Certified Copies [ ] $5.00 May Be Added to Fees

8. Has corporation once or has paid the current year Intangible Personal Property Tax due June 30 [ ] Yes [ ] No

9. Name and Address of Current Registered Agent

MITCHELL, JAMES DALE, SR.
5035 E. BUSCH BLVD SUITE 4
TAMPA FL 33617

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Not Acceptable)
83 City
84 State FL 85 Zip Code

11. Pursuant to the provisions of Section 607.0505 and (3), Florida Statutes, the undersigned 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: By Signature of Registered Agent DATE

12. OFFICERS AND DIRECTORS

TITLE	P
NAME	MITCHELL, JAMES DALE, SR
STREET ADDRESS	5035 E. BUSCH BLVD SUITE 4
CITY, ST, ZIP	TAMPA FL 33617
TITLE	VP
NAME	MITCHELL, JAMES DALE, JR
STREET ADDRESS	12507 RAIN FOREST ST.
CITY, ST, ZIP	TEMPLE TERRACE FL 33617
TITLE	S
NAME	MITCHELL, KATHERINE
STREET ADDRESS	12507 RAIN FOREST ST.
CITY, ST, ZIP	TEMPLE TERRACE FL 33617

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

[ ] Change [ ] Addition

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(j), Florida Statutes. 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 attached sheet with an asterisk.

SIGNATURE: James Dale Mitchell, Jr. James Dale Mitchell Jr. 4-28-99 813 985-985