

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

FILED
May 18 1998 8:00am
Secretary of State

PROFIT- CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
-------------------------------------------------	-----------------------------------------------------------------------------------	----------------------------------------------------------------------------------------------------

DOCUMENT # V50877 (2)
1. Corporation Name
FIFTY SPORTS, INC.

Principal Place of Business 603 MAIN ST WINDERMERE FL 34786 US	Mailing Address 603 MAIN STREET WINDERMERE FL 34786 US
-------------------------------------------------------------------------	-----------------------------------------------------------------



DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 07/15/1992	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 59-3137805	
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23	Zip	28	Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent DIZNEY, DONALD R. 603 MAIN STREET WINDERMERE FL 34786				10. Name and Address of New Registered Agent	
81 Name				82 Street Address (P.O. Box Number is Not Acceptable)	
83				84 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. 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)

DATE

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	DPT	<input type="checkbox"/> DELETE	1.1 TITLE	1.2 NAME			<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ENGLISH, JAMES E.		1.3 STREET ADDRESS				
STREET ADDRESS	603 MAIN STREET		1.4 CITY - ST - ZIP				
CITY - ST - ZIP	WINDERMERE FL		2.1 TITLE	2.2 NAME			<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE	DCAS	<input type="checkbox"/> DELETE	2.3 STREET ADDRESS				
NAME	DIZNEY, DONALD R.		2.4 CITY - ST - ZIP				
STREET ADDRESS	603 MAIN STREET		3.1 TITLE	3.2 NAME			<input type="checkbox"/> Change <input type="checkbox"/> Addition
CITY - ST - ZIP	WINDERMERE FL		3.3 STREET ADDRESS				
TITLE	VS	<input type="checkbox"/> DELETE	3.4 CITY - ST - ZIP				
NAME	BARKMAN, KEVIN		4.1 TITLE	4.2 NAME			<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
STREET ADDRESS	603 MAIN ST		4.3 STREET ADDRESS	V DIZNEY, DAVID			
CITY - ST - ZIP	WINDERMERE FL		4.4 CITY - ST - ZIP	603 MAIN STREET			
TITLE		<input type="checkbox"/> DELETE	5.1 TITLE	5.2 NAME			<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME			5.3 STREET ADDRESS				
STREET ADDRESS			5.4 CITY - ST - ZIP				
CITY - ST - ZIP			6.1 TITLE	6.2 NAME			<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE		<input type="checkbox"/> DELETE	6.3 STREET ADDRESS				
NAME			6.4 CITY - ST - ZIP				
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 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.

SIGNATURE *Kevin Barkman* *Kevin Barkman*

4.22.98

CR2E034 (10/97)