

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.)

1.2

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Northam Secretary of State DIVISION OF CORPORATIONS
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FILED

97 JUL 18 AM 9:32

SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOCUMENT # V51484 (6)

1. Corporation Name
MSJ DESIGN GROUP INC.



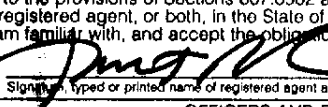
Principal Place of Business 1201 U.S. HWY 1 30 NORTH PALM BEACH FL 33408 US	Mailing Address 1201 U.S. HWY 1 SUITE 30 NORTH PALM BEACH FL 33408 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 321 Northlake Blvd Suite, Apt. #, etc. 22 Suite 206 City & State 23 N. Palm Beach, FL. Zip 24 33408 Country 25 U.S.A.		2a. Mailing Address 26 321 Northlake Blvd. Suite, Apt. #, etc. 27 Suite 206 City & State 28 N. Palm Beach, FL. Zip 29 33408 Country 30 U.S.A.		3. Date Incorporated or Qualified 07/17/1992	3a. Date of Last Report 05/01/1996
				4. FEI Number 65-0393561	Applied For Not Applicable
				5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required	
				6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
				8. This corporation owes or has paid the current year intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

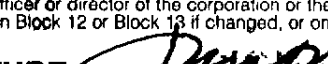
9. Name and Address of Current Registered Agent DUBOIS, JIM 1201 U.S. HWY 1 SUITE 30 NORHT PALM BEACH FL 33408				10. Name and Address of New Registered Agent 81 Name DUBOIS, James 82 Street Address (P.O. Box Number is Not Acceptable) 321 Northlake Blvd. 83 Suite 206 84 City N. Palm Beach FL 85 Zip Code 33408	
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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  DATE 6/14/97

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	P	<input type="checkbox"/> DELETE		1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	DUBOIS, JIM			1.2 NAME	700002250257--2		
STREET ADDRESS	1201 U.S. HWY 1, STE 30			1.3 STREET ADDRESS	-07/29/97--01043--003		
CITY-ST-ZIP	N. PALM BEACH FL			1.4 CITY-ST-ZIP	*****173.75 *****173.75		
TITLE	VP	<input type="checkbox"/> DELETE		2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	DUBOIS, MARIE			2.2 NAME			
STREET ADDRESS	1201 U.S. HWY 1, STE 30			2.3 STREET ADDRESS			
CITY-ST-ZIP	N. PALM BEACH FL			2.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME				3.2 NAME			
STREET ADDRESS				3.3 STREET ADDRESS			
CITY-ST-ZIP				3.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME				4.2 NAME			
STREET ADDRESS				4.3 STREET ADDRESS			
CITY-ST-ZIP				4.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME				5.2 NAME			
STREET ADDRESS				5.3 STREET ADDRESS			
CITY-ST-ZIP				5.4 CITY-ST-ZIP			
TITLE		<input type="checkbox"/> DELETE		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME				6.2 NAME			
STREET ADDRESS				6.3 STREET ADDRESS			
CITY-ST-ZIP				6.4 CITY-ST-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 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  DATE 6/14/97

CR2E034 (4/97)

2.2

321 Northlake Boulevard
Suite 206
North Palm Beach
Florida 33408
(561) 844-9391 fax (561) 842-7642

MSJ Design Group, Inc.

July 14, 1997

Department of State
Annual Reports Section
P.O. Box 1500
Tallahassee, Florida
32302-1500

Re: MSJ Design Group, Inc. Annual Report

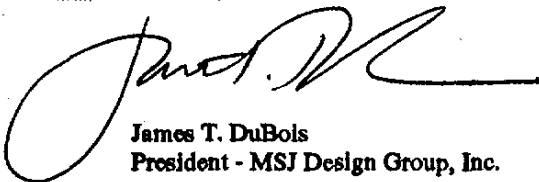
To Whom It May Concern:

We received our 1997 profit corporation annual report packet today, July 14, 1997. I was confused when I saw 2nd NOTICE and even more confused when I saw the Amount Due was \$550.00. We never received our first notice. In years past we have received our packet in January.

The address on the application (1201 U.S. Hwy 1....) is our old address. The address on the cover page (see attached copy) is our current address and is the address the packet was sent to last year. Maybe this years original packet was sent to our old address and never forwarded.

I am enclosing a check for our filing fee (\$165.00) and Certificate of Status (\$8.75) totaling \$173.75 for our 1997 Annual Report. Please assure the late fee of \$385.00 is stricken from our records and our address is updated once again as per blocks 2,2a and 10 on the enclosed annual report.

Sincerely,



James T. DuBois
President - MSJ Design Group, Inc.