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Mar 20 1997 8:00am  
Secretary of State

PROFIT  
CORPORATION  
ANNUAL REPORT  
1997



FLORIDA DEPARTMENT OF STATE  
**Sandra B. Mortham**  
Secretary of State  
DIVISION OF CORPORATIONS

DOCUMENT # **V65942**

(7)

1. Corporation Name  
**ANGLIN' USA PRODUCTIONS, INC.**



Principal Place of Business  
**3625 DEL PRADO BLVD.  
CAPE CORAL FL 33904  
US**

Mailing Address  
**3625 DEL PRADO BLVD  
CAPE CORAL FL 33904-7140  
US**

|                                                                                                                                                             |                                              |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|
| 3. Date Incorporated or Qualified<br><b>09/23/1992</b>                                                                                                      | 3a. Date of Last Report<br><b>04/02/1996</b> |
| 4. FEI Number<br><b>65-0361108</b>                                                                                                                          | Applied For<br>Not Applicable                |
| 5. Certificate of Status Desired <input type="checkbox"/>                                                                                                   | <b>\$8.75</b> Additional Fee Required        |
| 6. Election Campaign Financing<br>Trust Fund Contribution <input type="checkbox"/>                                                                          | <b>\$5.00</b> May Be Added to Fees           |
| 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |                                              |

|                                |                         |
|--------------------------------|-------------------------|
| 2. Principal Place of Business | 2a. Mailing Address     |
| 21. Suite, Apt. #, etc.        | 26. Suite, Apt. #, etc. |
| 22. City & State               | 27. City & State        |
| 23. Zip                        | 28. Zip                 |
| 24. Country                    | 29. Country             |
| 25. Country                    | 30. Country             |

9. Name and Address of Current Registered Agent

**TUZEE, JOHN F  
3625 DEL PRADO BLVD.  
CAPE CORAL FL 33904**

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                                           |

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 of Registered Agent (Required when re-registering)

(NOTE: Registered Agent signature required when re-registering)

DATE

12. OFFICERS AND DIRECTORS

|                                 |                  |                      |                 |                                 |                 |                      |                 |
|---------------------------------|------------------|----------------------|-----------------|---------------------------------|-----------------|----------------------|-----------------|
| TITLE                           | NAME             | STREET ADDRESS       | CITY - ST - ZIP | TITLE                           | NAME            | STREET ADDRESS       | CITY - ST - ZIP |
| D                               | TUZEE, JOHN F.   | 3625 DEL PRADO BLVD. | CAPE CORAL FL   | D                               | AYLSWORTH, JACK | 3625 DEL PRADO BLVD. | CAPE CORAL FL   |
| <input type="checkbox"/> DELETE |                  |                      |                 | <input type="checkbox"/> DELETE |                 |                      |                 |
| D                               | SHAHINIAN, RENEE | 3625 DEL PRADO BLVD. | CAPE CORAL FL   | <input type="checkbox"/> DELETE |                 |                      |                 |
| <input type="checkbox"/> DELETE |                  |                      |                 | <input type="checkbox"/> DELETE |                 |                      |                 |
| <input type="checkbox"/> DELETE |                  |                      |                 | <input type="checkbox"/> DELETE |                 |                      |                 |
| <input type="checkbox"/> DELETE |                  |                      |                 | <input type="checkbox"/> DELETE |                 |                      |                 |
| <input type="checkbox"/> DELETE |                  |                      |                 | <input type="checkbox"/> DELETE |                 |                      |                 |
| <input type="checkbox"/> DELETE |                  |                      |                 | <input type="checkbox"/> DELETE |                 |                      |                 |
| <input type="checkbox"/> DELETE |                  |                      |                 | <input type="checkbox"/> DELETE |                 |                      |                 |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

|                     |                                                                              |
|---------------------|------------------------------------------------------------------------------|
| 1.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 1.2 NAME            |                                                                              |
| 1.3 STREET ADDRESS  |                                                                              |
| 1.4 CITY - ST - ZIP |                                                                              |
| 2.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 2.2 NAME            |                                                                              |
| 2.3 STREET ADDRESS  |                                                                              |
| 2.4 CITY - ST - ZIP |                                                                              |
| 3.1 TITLE           | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| 3.2 NAME            |                                                                              |
| 3.3 STREET ADDRESS  | <b>1735 CANTERBURY DRIVE</b>                                                 |
| 3.4 CITY - ST - ZIP | <b>INDIANATLANTIC FL 32003</b>                                               |
| 4.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 4.2 NAME            |                                                                              |
| 4.3 STREET ADDRESS  |                                                                              |
| 4.4 CITY - ST - ZIP |                                                                              |
| 5.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 5.2 NAME            |                                                                              |
| 5.3 STREET ADDRESS  |                                                                              |
| 5.4 CITY - ST - ZIP |                                                                              |
| 6.1 TITLE           | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| 6.2 NAME            |                                                                              |
| 6.3 STREET ADDRESS  |                                                                              |
| 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 or on an attachment with an address.

SIGNATURE:

**JOAN AYLSWORTH**  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/14/97

Date

941-542-2606

Daytime Phone #

0397906

CR2E034 (9/96)