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FILED
Mar 13 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 # L52096 (9)

1. Corporation Name
TELECOM RESELLER, INC.



Principal Place of Business
% CHARLOTTE KLUGE
7728 HIGHLANDS CIRCLE
MARGATE FL 33066

Mailing Address
2269 SOUTH UNIVERSITY DRIVE
SUITE 220
DAVIE FL 33324-5856
US

3. Date Incorporated or Qualified 02/22/1990
3a. Date of Last Report 03/11/1996

2. Principal Place of Business
21 1953 Rodman St.
Suite Apt # etc.

2a. Mailing Address
26 1953 Rodman St.
Suite Apt #, etc.

4. FEI Number 65-0188734
Applied For Not Applicable

22 City & State

27 City & State

5. Certificate of Status Desired \$8.75 Additional Fee Required

23 Hollywood, FL
Zip City

28 Hollywood, FL
Zip City

6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees

24 33020 25 USA

29 33020 30 U.S.A

8. This corporation has liability for intangible tax under s. 199.032 Florida Statutes Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

WEISSMAN, LEE M.
2269 SOUTH UNIVERSITY DRIVE
SUITE 220
DAVIE FL 33324

81 Name Jim Holcomb
82 Street Address (P.O. Box Number is Not Acceptable) 1953 Rodman Street
83
84 City Hollywood FL 85 Zip Code 33020

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 understand with and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE *Jim Holcomb*, Jim Holcomb, March 7, 1997
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	DP	<input type="checkbox"/> DELETE
NAME	KLUGE, CHARLOTTE	
STREET ADDRESS	7728 HIGHLANDS CIR.	
CITY-ST-ZIP	MARGATE FL	
TITLE	S	<input type="checkbox"/> DELETE
NAME	KLUGE, KENNETH	
STREET ADDRESS	7728 HIGHLANDS CIR.	
CITY-ST-ZIP	MARGATE FL	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	DP Kluge, Charlotte	
1.3 STREET ADDRESS	1953 Rodman St.	
1.4 CITY-ST-ZIP	Hollywood, FL. 33020	
2.1 TITLE	S	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	Kluge, Kenneth	
2.3 STREET ADDRESS	1953 Rodman St	
2.4 CITY-ST-ZIP	Hollywood, FL 33020	
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
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 contained 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: *Charlotte Kluge*, Charlotte Kluge, 2/15/97 (954) 341-3322
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone

CR2E034 (9/96)