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Secretary of State

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NONPROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # N03947

1. Corporation Name
EARTH FOUNDATION INC.

Principal Place of Business

8420 ULMERTON RD
#404
LARGO FL 33771
US

Mailing Address

8420 ULMERTON RD
#404
LARGO FL 33771
US

004261 - 90130 - 23



2. Principal Place of Business

2a. Mailing Address

3. Date Incorporated or Qualified

06/28/1984

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

4. FEI Number

59-2972760

Applied For

Not Applicable

22 City & State

27 City & State

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

23 Zip

Country

28 Zip

Country

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

24

25

29

30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

WADE, MICHAEL D
8420 ULMERTON RD
#404
LARGO FL 33771

81 Name

Laurie B. Sams

82 Street Address (P.O. Box Number is Not Acceptable)

3844 Bee Ridge Road

83

Suite 202

84 City

Sarasota

FL

85 Zip Code

34233

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE *Laurie B. Sams*
Signature, typed or printed name of registered agent and title if applicable.

Laurie B. Sams

DATE

4/29/99

(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE D DELETE

NAME WADE, MICHAEL D.(EX. D)
STREET ADDRESS 4110 GRAY STREET W
CITY-ST-ZIP TAMPA FL

1.1 TITLE Change Addition

TITLE D DELETE

NAME WAY, TIMOTHY S.
STREET ADDRESS 111 21ST STREET SE
CITY-ST-ZIP RUSKIN FL

2.1 TITLE Change Addition

TITLE D DELETE

NAME WADE, EDWARD J.
STREET ADDRESS 4110 GRAY STREET W
CITY-ST-ZIP TAMPA FL

3.1 TITLE Change Addition

TITLE DELETE

NAME
STREET ADDRESS
CITY-ST-ZIP

4.1 TITLE Change Addition

TITLE DELETE

NAME
STREET ADDRESS
CITY-ST-ZIP

5.1 TITLE Change Addition

TITLE DELETE

NAME
STREET ADDRESS
CITY-ST-ZIP

6.1 TITLE 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)(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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: *Michael D. Wade*

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

4-27-99

Date

535-6217
727 515-7700

Daytime Phone #

CR2E037 (1/98)