

FILED
Jul 15, 1999 8:00 am
Secretary of State

07-15-1999 90008 009 ***150.00

PROFIT CORPORATION ANNUAL REPORT 1999

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

DOCUMENT # P98000018856

1. Corporation Name
R3 CLUB PROPERTIES INC.



Principal Place of Business: 4510 WATROUS AVE. TAMPA FL 33629

Mailing Address: 4510 WATROUS AVE. TAMPA FL 33629

DO NOT WRITE IN THIS SPACE

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

3. Date Incorporated or Qualified: 02/26/1998

4. FEI Number: 59-3496796

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

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

8. This corporation owes the current year Intangible Personal Property: Yes No

8. Name and Address of Current Registered Agent

RIVAS, RENE R
4510 WATROUS AVE.
TAMPA FL 33629

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] DATE: 7/15/99

12. OFFICERS AND DIRECTORS

TITLE	PRESIDENT	<input type="checkbox"/> DELETE
NAME	RENE R. RIVAS	
STREET ADDRESS	4510 WATROUS AVE	
CITY-ST-ZIP	TAMPA, FL 33629	
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	VICE PRESIDENT	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	SARAH J. RIVAS	
1.3 STREET ADDRESS	4510 WATROUS AVE	
1.4 CITY-ST-ZIP	TAMPA, FLA 33629	
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 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 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 this 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: [Signature] DATE: 7/15/99 (813) 872-8267

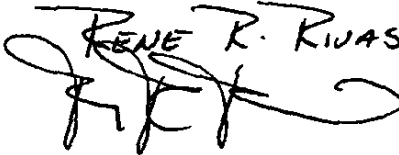
CR2034 (5/99)

PA8000018856
601936-90016

TO WHOM IT MAY CONCERN

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ON 7/6/99 I RECEIVED MY NOTICE
FOR MY PROFIT CORPORATION ANNUAL REPORT. I NEVER
RECEIVED MY ORIGINAL NOTICE. I'M A VERY NEW AT
THIS, HAVING STARTED THIS CORPORATION IN 1998. MY
EMPLOYEE I.D. # 59-3496796. ENCLOSED WITH THIS
LETTER IS \$150 CHECK, PLEASE EXCEPT THIS WITH
THE UNDERSTANDING THAT I DID NOT RECEIVE MY
ORIGINAL 1ST NOTICE

RENE R. RIVAS


PRESIDENT R³ CLUB PROPERTIES