FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

PROFIT Jan 28 1998 8:00am FLORIDA DEPARTMENT OF STATE CORPORATION Sandra B. Mortham ANNUAL REPORT Secretary of State Secretary of State 1998 DIVISION OF CORPORATIONS DOCUMENT # S68503 (9) RAINBOW BOOKS, INC. Principal Place of Business Mailing Address PO BOX 430 PO BOX 430 HIGHLAND CITY FL 33846-7430 HIGHLAND CITY FL 33846-7430 DO NOT WRITE IN THIS SPACE 3. Date Incorporated or Qualified 07/25/1991 2, Principal Place of Business 2a. Mailing Address 4. FEI Number Applied For 21 26 65-0270526 Not Applicable Sulte, Apt. #, etc. Suite, Apt. #, etc. \$8.75 Additional 5. Certificate of Status Desired 22 27 Fee Required City & State City & State 6. Election Campaign Financing \$5.00 May Be 23 28 Trust Fund Contribution Added to Fees Zip Country Country ZiD 8. This corporation owes or has paid the current year Intangible 24 25 29 30 Personal Property Tax due June 30. g. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent 81 Name LAMPE, CHARLES M. 2090 EAST CHURCH STREET 82 Street Address (P.O. Box Number is Not Acceptable) BARTOW FL 33830 83 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, typed or printed name of registered agent and title if applicable (NOTE Registered Agent signature required when reinstating) OFFICERS AND DIRECTORS 12. 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 TITLE DELETÉ 1.1 TITLE Change Addition WRIGHT, BILL H. NAME 1.2 NAME 5435 HIGHLAND VUE LANE STREET ADDRESS 1.3 STREET ADDRESS LAKELAND FL CITY-ST-ZIP 1.4 CITY-ST-ZIP DELETE TITLE 21 TITLE Change Addition NAME WRIGHT, BETTY LOU 2.2 NAME STREET ADDRESS **5435 HIGHLAND VIEW LANE** 2.3 STREET ADDRESS LAKELAND FL CITY-ST-ZIP 2.4 CITY-ST-ZIP DELETE TITLE 3.1 TITLE Change Addition LAMPE, BETSY ANN 3.2 NAME 2090 E. CHURCH ST. STREET ADDRESS 3.3 STREET ADDRESS **BARTOW FL** CITY-ST-ZIP 3.4. City-S1-ZIP DELETE TITO F Change 4.1 TITLE Addition Peters, Jamie Fallot NAME 4. 2 NAME 2090 E. Church St. STREET ADDRESS 4.3 STREET ADDRESS Bartow, FL CITY-ST-ZIP 4.4 CITY - ST - ZIP DELETE 5.1 TITLE Change Addition NAME **5.2 NAME** STREET ADDRESS 5.3 STREET ADDRESS CITY-ST-ZIP 5.4 CITY-ST-ZIP DELETE TITLE 61 TITLE Change Addition NAME 6.2 NAME - ... STREET ADDRESS 6.3 STREET ADDRESS CITY-ST-ZIP 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 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.

FILED