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FILED
Jan 31 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 # 549256 (6)
1. Corporation Name
RICHMOND AMERICAN HOMES, INC.



Principal Place of Business
% CORPORATE SERVICE COMPANY
P.O. BOX 591
WILMINGTON DE 19899-0591

Mailing Address
% CORPORATE SERVICE COMPANY
P.O. BOX 591
WILMINGTON DE 19899-0591

3. Date Incorporated or Qualified
10/17/1977

3a. Date of Last Report
02/13/1996

4. FEI Number
06-0968273

Applied For
Not Applicable

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 has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business
21 Suite, Apt. #, etc.
22 City & State
23 Zip Country
24

2a. Mailing Address
26 Suite, Apt. #, etc.
27 City & State
28 Zip Country
29

30

9. Name and Address of Current Registered Agent
CORPORATION SERVICE COMPANY
1201 HAYES STREET
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 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 _____ DATE _____
Signature: typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	VP	<input type="checkbox"/> DELETE
NAME	RYERSON, KENNETH J	
STREET ADDRESS	3800 S. YOSEMITE #900	
CITY - ST - ZIP	DENVER CO	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	HEANEY, JOHN J	
STREET ADDRESS	3800 S. YOSEMITE #900	
CITY - ST - ZIP	DENVER CO	
TITLE	ST	<input type="checkbox"/> DELETE
NAME	REECE, PARIS G., III	
STREET ADDRESS	3800 S. YOSEMITE #900	
CITY - ST - ZIP	DENVER CO	
TITLE	VAS	<input type="checkbox"/> DELETE
NAME	THOMPSON, PETER R	
STREET ADDRESS	3800 S. YOSEMITE #900	
CITY - ST - ZIP	DENVER CO	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	BROWNE, SPENCER I.	
STREET ADDRESS	3800 S. YOSEMITE #900	
CITY - ST - ZIP	DENVER CO	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

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	JAPHA, DANIEL S.
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 checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	REECE III, PARIS G.
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 if changed or on an attachment with an address.

SIGNATURE: *Daniel S. Japha* Daniel S. Japha, Sec./Treas. 1/24/97 (303) 804-7730
DATE: _____ DAY/TIME PHONE # _____

CR2E034 (9/96)