

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

FILED

**Apr 15 1997 8:00am
Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F95000003913 (9)

1. Corporation Name
BHG INVESTMENTS, INC.



Principal Place of Business 3131 E. HOLCOMBE HOUSTON TX 77021	Mailing Address PO BOX 14200 HOUSTON TX 77221-4200 US
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3. Date Incorporated or Qualified 08/14/1995	3a. Date of Last Report 01/29/1996
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2. Principal Place of Business	2a. Mailing Address	4. FEI Number 76-0477785	Applied For <input type="checkbox"/> Not Applicable
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
22. City & State	27. City & State	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
23. Zip	28. Zip	6. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	
24. Country	29. Country		

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324		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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DPS <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEVIT, GERALD A	1.2 NAME	
STREET ADDRESS	3131 E. HOLCOMBE	1.3 STREET ADDRESS	
CITY - ST - ZIP	HOUSTON TX 77021	1.4 CITY - ST - ZIP	
TITLE	D <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEVIT, DONALD N	2.2 NAME	
STREET ADDRESS	3131 E. HOLCOMBE	2.3 STREET ADDRESS	
CITY - ST - ZIP	HOUSTON TX 77021	2.4 CITY - ST - ZIP	
TITLE	D <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GOETZ, LYNN L	3.2 NAME	
STREET ADDRESS	3131 E. HOLCOMBE	3.3 STREET ADDRESS	
CITY - ST - ZIP	HOUSTON TX 77021	3.4 CITY - ST - ZIP	
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	SILVER, LYNN L	4.2 NAME	D JAN L. SILVER
STREET ADDRESS	3131 E. HOLCOMBE	4.3 STREET ADDRESS	3131 E. HOLCOMBE
CITY - ST - ZIP	HOUSTON TX 77021	4.4 CITY - ST - ZIP	HOUSTON, TEXAS 77021
TITLE	D <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TALISMAN, JILL L	5.2 NAME	
STREET ADDRESS	3131 E. HOLCOMBE	5.3 STREET ADDRESS	
CITY - ST - ZIP	HOUSTON TX 77021	5.4 CITY - ST - ZIP	
TITLE	D <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	LEVIT, BENJAMIN R	6.2 NAME	
STREET ADDRESS	3131 E. HOLCOMBE	6.3 STREET ADDRESS	
CITY - ST - ZIP	HOUSTON TX 77021	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: *[Signature]* APRIL 8, 1997 (713) 747-5000
 SIGNATURE AND TYPE OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)