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FILED
May 19 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 # L86928 (3)

1. Corporation Name
~~REGENCY REALTY GROUP, S.C., INC.~~
REGENCY REALTY GROUP II, INC.

1/29/97 N/C



Principal Place of Business Mailing Address
121 W. FORSYTH STREET 121 W. FORSYTH STREET
SUITE 200 SUITE 200
JACKSONVILLE FL 32202 JACKSONVILLE FL 32202-3842

3. Date Incorporated or Qualified 07/13/1990
3a. Date of Last Report 05/01/1996
4. FEI Number 59-3016736
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 2a. Mailing Address
21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.
22 City & State 27 City & State
23 Zip 28 Zip
24 Country 25 Country 29 Country 30 Country

9. Name and Address of Current Registered Agent
ROBERT L MILLER
121 W FORSYTH ST #200
JACKSONVILLE FL 32202

10. Name and Address of New Registered Agent
81 Name FAL Corp.
82 Street Address (P.O. Box Number is Not Acceptable) 200 Laura Street
83
84 City Jacksonville FL 85 Zip Code 32202

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: Charles V. Steinhil Authorized Signatory
Signature: Typed or printed name of registered agent and title, if applicable. (NOTE: Registered Agent signature required when reinstating.) DATE

12. OFFICERS AND DIRECTORS
TITLE DELETE
NAME CD STEIN, JOAN W.
STREET ADDRESS 121 W. FORSYTH STREET
CITY- ST- ZIP JACKSONVILLE FL
TITLE DELETE
NAME PD STEIN, MARTIN E., JR.
STREET ADDRESS 121 W. FORSYTH STREET
CITY- ST- ZIP JACKSONVILLE FL
TITLE DELETE
NAME D STEIN, ROBERT L.
STREET ADDRESS 121 W. FORSYTH STREET
CITY- ST- ZIP JACKSONVILLE FL
TITLE DELETE
NAME D STEIN, RICHARD W.
STREET ADDRESS 121 W. FORSYTH STREET
CITY- ST- ZIP JACKSONVILLE FL
TITLE DELETE
NAME V JOHNSON, BRUCE M.
STREET ADDRESS 121 W. FORSYTH STREET
CITY- ST- ZIP JACKSONVILLE FL
TITLE DELETE
NAME V HOFHEIMER, N. A., JR.
STREET ADDRESS 121 W. FORSYTH STREET
CITY- ST- ZIP JACKSONVILLE FL

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE Change Addition
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY- ST- ZIP
2.1 TITLE Change Addition
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY- ST- ZIP
3.1 TITLE Change Addition
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY- ST- ZIP
4.1 TITLE Change Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY- ST- ZIP
5.1 TITLE Change Addition
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY- ST- ZIP
6.1 TITLE Change Addition
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY- ST- ZIP

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***2475.00

6/5/97

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] 4/8/97 904 356 7000
Signature and Typed or Printed Name of Signing Officer or Director Date Daytime Phone

CR2E034 (9/96)