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**Jan 23 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 # P21098 (9)

1. Corporation Name
PORSCHE CARS NORTH AMERICA, INC.



Principal Place of Business 100 W. LIBERTY STREET P.O. BOX 30911 RENO NV 89520-3911	Mailing Address 100 W. LIBERTY STREET P.O. BOX 30911 RENO NV 89520-3911
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3. Date Incorporated or Qualified 09/28/1988	3a. Date of Last Report 05/01/1996
4. FEI Number 88-0196199	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business 21 Suite Apt. # etc 22 City & State 23 Zip 24	2a. Mailing Address 26 Suite, Apt. #, etc 27 City & State 28 Zip 29	Country 25	Country 30
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9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. 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
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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 PD	NAME SCHWAB, FREDERICK J.	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 100 W LIBERTY ST.	CITY-ST-ZIP RENO NV	1.2 NAME	
		1.3 STREET ADDRESS	
		1.4 CITY-ST-ZIP	
TITLE AS	NAME CLARK, SCOTT B.	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 100 W LIBERTY ST.	CITY-ST-ZIP RENO NV	2.2 NAME	
		2.3 STREET ADDRESS	
		2.4 CITY-ST-ZIP	
TITLE T	NAME DUPPER, ROSS A.	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 100 W LIBERTY ST.	CITY-ST-ZIP RENO NV	3.2 NAME	
		3.3 STREET ADDRESS	
		3.4 CITY-ST-ZIP	
TITLE V	NAME FORD, RICHARD S.	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS 100 W LIBERTY ST.	CITY-ST-ZIP RENO NV	4.2 NAME	
		4.3 STREET ADDRESS	
		4.4 CITY-ST-ZIP	
TITLE C	NAME WIEDIKING, WENDELIN	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS PORSCHESTR. 42, 70435 STUTTGART	CITY-ST-ZIP ZUFFENHAUSE GE	5.2 NAME	
		5.3 STREET ADDRESS	
		5.4 CITY-ST-ZIP	
TITLE D	NAME KURT WALBERT	6.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS PORSCHESTR. 42, 70435 STUTTGART	CITY-ST-ZIP ZUFFENHAUSEN GE	6.2 NAME	
		6.3 STREET ADDRESS	
		6.4 CITY-ST-ZIP	
		D HOLGER HARTER	
		PORSCHESTR. 42, 70435 STUTTGART	
		ZUFFENHAUSEN, GE	

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: Kurt Walbert **REQUIRED** 1-10-96
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CP2E034 (9/96)

PORSCHE CARS NORTH AMERICA, INC.

DIRECTORS AND OFFICERS

DIRECTORS:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Dr. Wendelin Wiedeking Chairman	Director	Porschestrasse 42 Postfach 70432 70435 Stuttgart Germany
Hans Riedel	Director	Porschestrasse 15-19 71634 Ludwigsburg Germany
Frederick J. Schwab	Director	100 West Liberty St. Reno, NV 89501 USA
Mr. Holger Härter	Director	Porschestrasse 42 Postfach 70432 70435 Stuttgart Germany

OFFICERS:

Frederick J. Schwab	President and Chief Executive Officer	3 Newlands Circle Reno, Nevada 89509
Ross A. Dupper	Secretary/Treasurer, Vice President, Finance & Administration	1860 Allen Street Reno, Nevada 89509