

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

FILED
Feb 23 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P36059 (4)

1. Corporation Name
D. R. HORTON, INC.



Principal Place of Business 1901 ASCENSION BLVD 100 ARLINGTON TX 76006 US	Mailing Address 1901 ASCENSION BLVD 100 ARLINGTON TX 76006 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21	26
Suite, Apt. #, etc.	Suite, Apt. #, etc.
22	27
City & State	City & State
23	28
Zip	Zip
Country	Country
24	25
29	30

3. Date Incorporated or Qualified 10/24/1991	
4. FEI Number 75-2386963	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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No	

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	85 Zip Code
	FL

11. Pursuant to the provisions of Sections 607.0502 and 607.150B, 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

TITLE	S <input type="checkbox"/> DELETE
NAME	SAGANICH, JOHN M
STREET ADDRESS	1901 ASCENSION BLVD SUITE 100
CITY-ST-ZIP	ARLINGTON TX 76006
TITLE	AS <input type="checkbox"/> DELETE
NAME	SAGANICH, JOHN M
STREET ADDRESS	1901 ASCENSION BLVD SUITE 100
CITY-ST-ZIP	ARLINGTON TX
TITLE	VTD <input type="checkbox"/> DELETE
NAME	KELLER, DAVID J
STREET ADDRESS	1901 ASCENSION BLVD STE 100
CITY-ST-ZIP	ARLINGTON TX
TITLE	V <input checked="" type="checkbox"/> DELETE
NAME	HORTON, WILLIS
STREET ADDRESS	2434 HWY 120
CITY-ST-ZIP	DULUTH GA
TITLE	V <input checked="" type="checkbox"/> DELETE
NAME	HENNEY, ALLEN
STREET ADDRESS	2434 HIGHWAY 120, SUITE 210
CITY-ST-ZIP	DULUTH GA
TITLE	VD <input type="checkbox"/> DELETE
NAME	STONE, SCOTT
STREET ADDRESS	1901 ASCENSION BLVD., SUITE 100
CITY-ST-ZIP	ARLINGTON TX

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	PCD <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
12 NAME	Donald R. Horton
13 STREET ADDRESS	1901 Ascension BLvd., Ste. 100
14 CITY-ST-ZIP	Arlington, Texas 76006
21 TITLE	AS <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME	Charles N. Warren
23 STREET ADDRESS	1901 Ascension Blvd., Suite 100
24 CITY-ST-ZIP	Arlington, Texas 76006
31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME	
33 STREET ADDRESS	
34 CITY-ST-ZIP	
41 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
42 NAME	
43 STREET ADDRESS	
44 CITY-ST-ZIP	
51 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
52 NAME	
53 STREET ADDRESS	
54 CITY-ST-ZIP	
61 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
62 NAME	
63 STREET ADDRESS	
64 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.

CP2E034 (10/97)

D.R. HORTON, INC.

V/D	Richard Beckwitt	1901 Ascension Blvd., Suite 100 Arlington, Texas 76006
D/	Terrill J. Horton	1901 Ascension Blvd., Suite 100 Arlington, Texas 76006
V/	Todd Horton	1901 Ascension Blvd., Suite 100 Arlington, Texas 76006
V/D	Richard L. Horton	310 E. I-30, Suite 220-A Garland, Texas 75043
V/D	Donald J. Tomnitz	1901 Ascension Blvd., Suite 100 Arlington, Texas 76006
V/	David Auld	6250 Hazeltine National Dr., Suite 102 Orlando, Florida 32822
V/	William Peck	4500 S. Lakeshore, Suite 415 Tempe, Arizona 85282
V/	Larry Jessen	14611 Burnett Rd., Suite 106 Austin, Texas 78728
V/	Robert J. Richter	1370 Piccard Dr., Suite 230 Rockville, Maryland 20850
V/	Gordon D. Jones	1901 Ascension Blvd., Suite 100 Arlington, Texas 76006
V/	Jack Ogden	215 Queens Road, Suite 200 Charlotte, North Carolina 28240
V/	Joseph M. Dulla	5999 New Wilke Rd., Suite 306 Rolling Meadows, Illinois 60008
V/	Todd Temanson	125 West 10600 South, Suite 202 Sandy, Utah 84070
V/	David Seuberling	8520 Kemper Road, Suite 3 Cincinnati, Ohio 45249
V/	James Frasure	2235-D Renaissance Dr. Las Vegas, Nevada 89119
V/	H. Dan Mathews	10850 Richmond Ave., Ste. 275 Houston, Texas 77042

V/ M. Lee McAllister 1400 Battleground Ave., Ste. 122
Greensboro, North Carolina 27408

V/ Rick Trumbull 6701 W. 64th Street, Suite 111
Overland Park, Kansas 66202

V/ Barry Zimmermann 14418 S. Outer Forty Rd.
Chesterfield, Missouri 63017

D/ Richard I. Galland 4547 Miron Drive
Dallas, Texas 75220

D/ Francine I. Neff 1509 Sagebrush Trail SE
Albuquerque, New Mexico 87123