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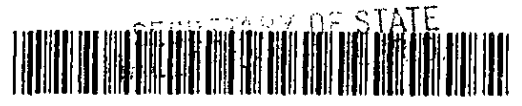
PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS

FILED

97 JAN 15 AM 8:00



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 76006-6521 US

3. Date Incorporated or Qualified 10/24/1991 3a. Date of Last Report 03/05/1996 4. FEI Number 75-2386963 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 2a. Mailing Address 26 Suite, Apt. #, etc. 22 27 City & State 23 28 Zip 24 25 Country 29 30

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324

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

Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

12.1 TITLE PCD 12.2 NAME HORTON, DONALD R 12.3 STREET ADDRESS 1901 ASCENSION BLVD SUITE 100 12.4 CITY-ST-ZIP ARLINGTON TX 12.5 TITLE AS 12.6 NAME SAGANICH, JOHN M 12.7 STREET ADDRESS 1901 ASCENSION BLVD SUITE 100 12.8 CITY-ST-ZIP ARLINGTON TX 12.9 TITLE VTD 12.10 NAME KELLER, DAVID J 12.11 STREET ADDRESS 1901 ASCENSION BLVD STE 100 12.12 CITY-ST-ZIP ARLINGTON TX 12.13 TITLE V 12.14 NAME HORTON, WILLIS 12.15 STREET ADDRESS 2434 HWY 120 12.16 CITY-ST-ZIP DULUTH GA 12.17 TITLE V 12.18 NAME HENNEY, ALLEN 12.19 STREET ADDRESS 2434 HIGHWAY 120, SUITE 210 12.20 CITY-ST-ZIP DULUTH GA 12.21 TITLE VD 12.22 NAME STONE, SCOTT 12.23 STREET ADDRESS 1901 ASCENSION BLVD., SUITE 100 12.24 CITY-ST-ZIP ARLINGTON TX

13.1 TITLE S 13.2 NAME John M. Saganich 13.3 STREET ADDRESS 1901 Ascension Blvd., Suite 100 13.4 CITY-ST-ZIP Arlington TX 76006 13.5 TITLE 13.6 NAME 13.7 STREET ADDRESS 13.8 CITY-ST-ZIP 13.9 TITLE 13.10 NAME 13.11 STREET ADDRESS 13.12 CITY-ST-ZIP 13.13 TITLE 13.14 NAME 13.15 STREET ADDRESS 13.16 CITY-ST-ZIP 13.17 TITLE 13.18 NAME 13.19 STREET ADDRESS 13.20 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: John M. Saganich, Secretary 1-7-97 (817) 856-8200

## D.R. HORTON, INC.

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

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

V/ Roger R. Obodich 10100 Santa Fe Drive, Ste. 306  
Overland, Kansas 66212

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

D/ Terence C. Golden 4401 Cathedral Ave., NW  
Washington, D.C. 20016