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Mar 18 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 # S32731 (9)

1. Corporation Name  
SCHOFIELD CORPORATION OF ORLANDO



Principal Place of Business: 255 S ORANGE AVE SUITE 888 ORLANDO FL 32801 US  
Mailing Address: 255 S. ORANGE AVENUE 888 ORLANDO FL 32801-3452 US

3. Date Incorporated or Qualified: 02/14/1991  
3a. Date of Last Report: 06/06/1996  
4. FEI Number: 59-3047860  
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

2. Principal Place of Business: 450 East Las Olas Blvd. Suite Apt. # etc: #1200 City & State: Fort Lauderdale, FL Zip: 33301 Country: USA  
2a. Mailing Address: 450 East Las Olas Blvd. Suite, Apt. #, etc.: #1200 City & State: Fort Lauderdale, FL Zip: 33301 Country: USA

9. Name and Address of Current Registered Agent  
ROTH, ROBERT T.  
255 S ORANGE AVE  
SUITE 888  
ORLANDO FL 32801

10. Name and Address of New Registered Agent  
81 Name: CT Corporation System  
82 Street Address (P.O. Box Number is Not Acceptable): 1200 S. Pine Island Road  
83  
84 City: Plantation FL 85 Zip Code: 33324

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: Victoria Goldstein VICTORIA GOLDSTEIN, SPECIAL ASST. SECRETARY 3/13/97

12. OFFICERS AND DIRECTORS

TITLE	VP	<input checked="" type="checkbox"/> DELETE
NAME	COSGROVE, MARK J.	
STREET ADDRESS	7550 HINSON ST. #8-C	
CITY-ST-ZIP	ORLANDO FL	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	ROTH, ROBERT T.	
STREET ADDRESS	7550 HINSON ST #8-C	
CITY-ST-ZIP	ORLANDO FL	
TITLE		<input checked="" type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

SEE ATTACHED LIST

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: Richard L. Hardley 3/13/97 954-713-5200  
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

SCHOFIELD CORPORATION OF ORLANDO  
OFFICER & DIRECTOR LIST

<u>OFFICE</u>	<u>NAME</u>
Director .....	Harris W. Hudson
President .....	Harris W. Hudson
Vice Presidents .....	Jim Cosman
	Richard L. Handley
	Thomas W. Hawkins
	Jeff Levine
	Michael Drury
	Allen R. Bradbeck
Secretary .....	Richard L. Handley
Assistant Secretaries .....	Jeff Levine
Treasurer .....	Courtland Peddy
Assistant Treasurers .....	Michael Carpenter
	Howard Sills
	Michael Drury

Address: 450 East Las Olas Blvd., Suite 1200  
Fort Lauderdale, Florida 33301