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1 (2)

PROFIT CORPORATION ANNUAL REPORT 1996



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

DOCUMENT # 018301 (2)

1. Corporation Name
BARNETT BANK OF NAPLES



Principal Place of Business: 796 FIFTH AVE SOUTH, P.O. BOX 413008, NAPLES FL 33941-0008
Mailing Address: 796 FIFTH AVE SOUTH, P.O. BOX 413008, NAPLES FL 33941-0008

3. Date Incorporated or Qualified: 08/10/1948
3a. Date of Last Report: 02/28/1995
4. FEI Number: 59-0597891
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 (21-23) and Mailing Address (24-30) fields with sub-headers for Suite, Apt. #, City & State, Zip, and Country.

9. Name and Address of Current Registered Agent | 10. Name and Address of New Registered Agent

81 Name: Nancy Foy
82 Street Address (P.O. Box Number is Not Acceptable): 796 5th Ave., South
83
84 City: Naples FL 85 Zip Code: 33940

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: *Nancy J. Foy* (Signature) | Nancy J. Foy, AVP (Typed Name) | 3/27/96 (Date)

12. OFFICERS AND DIRECTORS

TITLE	EV	GRAU, CHARLES C.	<input checked="" type="checkbox"/> DELETE
STREET ADDRESS	2191 PINE WOOD CIR NAPLES, FL 00000		
CITY- ST- ZIP	SV ELLIS, DAWN M.		
STREET ADDRESS	185 JOHNNY CAKE DRIVE NAPLES FL		
CITY- ST- ZIP	SV VORIS, DOUG		
STREET ADDRESS	807 RIVER POINT DR., #301D NAPLES FL		
CITY- ST- ZIP	SV SANTRY, MARY F.		
STREET ADDRESS	106-C 4957 PEPPER CR NAPLES FL		
CITY- ST- ZIP	SV CLARK, JOHN		
STREET ADDRESS	19782 BEAULIEU CT FT. MYERS FL		
CITY- ST- ZIP	PCD LOS KILL, JAMES E.		
STREET ADDRESS	2170 SHEEPSHEAD DR NAPLES FL		
CITY- ST- ZIP			

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	SVP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
12 NAME	Cindy M. Robbins	
13 STREET ADDRESS	2076 Picadilly Circus	
14 CITY- ST- ZIP	Naples FL 33962	
21 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
22 NAME		
23 STREET ADDRESS		
24 CITY- ST- ZIP		
31 TITLE		<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
32 NAME		
33 STREET ADDRESS	1323 Chesapeake ave., Apt. 2A	
34 CITY- ST- ZIP	Naples, FL 33962	
41 TITLE	VP	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
42 NAME	Charles S. Flint	
43 STREET ADDRESS	11525 Timberline Circle	
44 CITY- ST- ZIP	Ft. Myers, FL 33912	
51 TITLE	EV	<input checked="" 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 do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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]* | SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR: *James Flint* | Date: 3/27/96 | District Phone: (941) 263-5586

CR2E034 (12/95)

**BARNETT BANK OF NAPLES
OFFICERS**

TITLE	V
NAME	STRAHER, JODY
ADDRESS	6079 PLUMOSA AVE.
CITY-ST-ZIP	FT. MYERS, FL 33908
TITLE	Senior V
NAME	GRAUEL, WILLIAM
ADDRESS	990 NOTTINGHAM DRIVE
CITY-ST-ZIP	NAPLES, FL 33942
TITLE	V
NAME	WARD, DARRELL
ADDRESS	4874 SHEARWATER LANE
CITY-ST-ZIP	NAPLES, FL 33999
TITLE	V
NAME	HOSKINS, SUSAN
ADDRESS	#104A 801 RIVER POINT DR.
CITY-ST-ZIP	NAPLES, FL 33940
TITLE	V
NAME	PFLEGER, KEVIN
ADDRESS	3720 FIELDSTONE BLVD., #708
CITY-ST-ZIP	NAPLES, FL 33999
TITLE	V
NAME	ROBERTS, GEORGE
ADDRESS	2309 KINGS LAKE BLVD
CITY-ST-ZIP	NAPLES, FL 33962
TITLE	V
NAME	PETREY, KEN
ADDRESS	196 BALTUSROL DRIVE
CITY-ST-ZIP	NAPLES, FL 33962
TITLE	V
NAME	KOGER, SHERRY
ADDRESS	18230 PARKRIDGE COURT
CITY-ST-ZIP	FT. MYERS, FL 33908
TITLE	V
NAME	ROCHE, LILLIAN
ADDRESS	4957 C-201 PEPPER CIRCLE
CITY-ST-ZIP	NAPLES, FL 33962
TITLE	V
NAME	SULOUFF, PAT
ADDRESS	2018 50TH TERRACE SW
CITY-ST-ZIP	NAPLES, FL 33999
TITLE	V
NAME	DURKIN, MIKE
ADDRESS	5552 COGNAC DRIVE SW
CITY-ST-ZIP	FT. MYERS, FL 33919
TITLE	V
NAME	AMMA, JEFF
ADDRESS	6653 HUNTLEY LANE NORTH
CITY-ST-ZIP	NAPLES, FL 33942
TITLE	V
NAME	DI LORENZO, FRANK
ADDRESS	APT.#1007 5311 HEMINGWAY LANE N
CITY-ST-ZIP	NAPLES, FL 33999
TITLE	V
NAME	CAPLE, TERRI
ADDRESS	2511 MANORCA AVENUE
CITY-ST-ZIP	NAPLES, FL 33962
TITLE	V
NAME	JOHNSON, CATHI
ADDRESS	2264 OUTRIGGER LANE
CITY-ST-ZIP	NAPLES, FL 33942

**BARNETT BANK OF NAPLES
OFFICERS (CONT.)**

TITLE	V
NAME	KUSHMAN, KIM
ADDRESS	3612 BELAIR LANE
CITY-ST-ZIP	NAPLES, FL 33940
TITLE	V
NAME	BREADY, SUE
ADDRESS	2448 42ND STREET SW
CITY-ST-ZIP	NAPLES, FL 33999
TITLE	V
NAME	GRAUEL, GERRY
ADDRESS	990 NOTTINGHAM DRIVE
CITY-ST-ZIP	NAPLES, FL 33942
TITLE	V
NAME	PARIS, PAT
ADDRESS	121 BORDEAUX CIRCLE
CITY-ST-ZIP	NAPLES, FL 33962
TITLE	Asst. V
NAME	Nancy Foy
ADDRESS	724 92nd Ave., North
CITY-ST-ZIP	Naples, FL 33963

**BARNETT BANK OF NAPLES
DIRECTORS**

TITLE	D
NAME	BARTON, WILLIAM L.
ADDRESS	605 PALM CIRCLE EAST
CITY-ST-ZIP	NAPLES, FL 33940
TITLE	D
NAME	CARSELLO, ROBERT
ADDRESS	5948 CHANTECLAIR DR.
CITY-ST-ZIP	NAPLES, FL 33963
TITLE	D
NAME	FRANK, PAUL L.
ADDRESS	101 WILDERNESS DRIVE
CITY-ST-ZIP	NAPLES, FL 33940
TITLE	D
NAME	GIRARDIN, CAROL E.
ADDRESS	693 HICKORY ROAD
CITY-ST-ZIP	NAPLES, FL 33963
TITLE	D
NAME	MCMACKIN, F. JOSEPH III
ADDRESS	4501 TAMIAAMI TRAIL NORTH #300
CITY-ST-ZIP	NAPLES, FL 33940
TITLE	D
NAME	MORTON, EDWARD A.
ADDRESS	116 PALMETTO DUNES CIRCLE
CITY-ST-ZIP	NAPLES, FL 33962
TITLE	D
NAME	SMITH, W. JAMES
ADDRESS	458 8TH STREET SOUTH
CITY-ST-ZIP	NAPLES, FL 33940
TITLE	D
NAME	WEISS, ALLEN S.
ADDRESS	1221 GULF SHORE BLVD. NO #902
CITY-ST-ZIP	NAPLES, FL 33940
TITLE	D
NAME	WITHERS, ROGER D.
ADDRESS	98 RIDGE ROAD
CITY-ST-ZIP	NAPLES, FL 33940