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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # 206519 1. Corporation Name Dixie Groves Estates Inc.			
Principal Place of Business P.O. Box 845 New Port Richey, FL 34656		Mailing Address Same	
2. Principal Place of Business 21 P.O. Box 845 22 State Apt. #, etc. 23 City & State New Port Richey, FL 24 Zip 34656 25 Country U.S.A.		2a. Mailing Address 26 P.O. Box 845 27 Suite, Apt. #, etc. 28 City & State New Port Richey, FL 29 Zip 34656 30 Country U.S.A.	
3. Date Incorporated or Qualified 10/07/1957		3a. Date of Last Report 4-30-96	
4. FEI Number 59-0861845		Applied For 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
81 Name Judson F. Potter		82 Street Address (P.O. Box Number is Not Acceptable) 5914 Wyoming Ave.	
83		84 City New Port Richey	
85 FL		86 Zip Code 34652	
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: Judson F. Potter, Registered Agent DATE: 4-28-97			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP		1.1 TITLE P.O., U.P., Director 1.2 NAME Judson F. Potter 1.3 STREET ADDRESS 5914 Wyoming Ave. 1.4 CITY - ST - ZIP New Port Richey, FL 34652	
2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP		2.1 TITLE S.T. Director 2.2 NAME Matthew A. Potter 2.3 STREET ADDRESS 6319 Conniewood Sq. 2.4 CITY - ST - ZIP New Port Richey, FL 34653	
3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP		3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	
4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP		4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP	
5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP		5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	
6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP		6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 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 included 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.		600002167886 -05/06/97-01102-007 ****165.00 ****165.00	
SIGNATURE: Judson F. Potter, President SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		4-28-97 (813)845-1530 Date Daytime Phone #	

CR2E034 (9/96)