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May 02 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 # 377639 (0)

1. Corporation Name

DOWNTOWN TALLAHASSEE ATHLETIC CLUB, INC.

Principal Place of Business
306 EAST COLLEGE AVENUE
TALLAHASSEE FL 32301

Mailing Address
306 EAST COLLEGE AVENUE
TALLAHASSEE FL 32301-1522



3. Date Incorporated or Qualified 02/23/1971 3a. Date of Last Report 04/29/1996

4. FEI Number 59-1441365 Applied For Not Applicable

6. 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 3233 Thomasville Road 2a. Mailing Address 26 3233 Thomasville Road

Suite, Apt. #, etc. Suite, Apt. #, etc.

City & State 23 Tallahassee, FL 28 Tallahassee, FL

Zip Country 24 32312 Leon 29 32312 Leon

9. Name and Address of Current Registered Agent

MOORE, EDGAR M.
2032-D THOMASVILLE RD
TALLAHASSEE FL 32312

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
3233 Thomasville Road
83
84 City Tallahassee 85 Zip Code FL 32312

11. Pursuant to the provisions of Sections 607.0502 and 607.1506, 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 Edgar M. Moore

4/22/97

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when re-statuting)

DATE

12. OFFICERS AND DIRECTORS

TITLE	PSD	DELETE
NAME	MOORE, EDGAR M.	
STREET ADDRESS	2032-D THOMASVILLE ROAD	
CITY-ST-ZIP	TALLAHASSEE FL	
TITLE	TD	DELETE
NAME	MCGOWAN, LEON R.	
STREET ADDRESS	519 NORTH RIDE	
CITY-ST-ZIP	TALLAHASSEE FL	
TITLE	VO	DELETE
NAME	WADDILL, BEN T., JR.	
STREET ADDRESS	211 JOHN KNOX ROAD SUITE 106	
CITY-ST-ZIP	TALLAHASSEE FL	
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE	Change	Addition
12 NAME		
13 STREET ADDRESS	3233 Thomasville Road	
14 CITY-ST-ZIP	Tallahassee, FL 32312	
21 TITLE	Change	Addition
22 NAME	TD	
23 STREET ADDRESS	Paul H. Morgan, Jr.	
24 CITY-ST-ZIP	713 Rebecca Drive	
31 TITLE	Change	Addition
32 NAME		
33 STREET ADDRESS		
34 CITY-ST-ZIP		
41 TITLE	Change	Addition
42 NAME		
43 STREET ADDRESS		
44 CITY-ST-ZIP		
51 TITLE	Change	Addition
52 NAME		
53 STREET ADDRESS		
54 CITY-ST-ZIP		
61 TITLE	Change	Addition
62 NAME		
63 STREET ADDRESS		
64 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, changed, or on an attachment with an address.

SIGNATURE: Edgar M. Moore 4/22/97 904/385-3300

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2E034 (9/96)