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Secretary of State

PROFIT CORPORATION ANNUAL REPORT **1997**

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

DOCUMENT # **425821** **(6)**

1. Corporation Name
RCR HOLDINGS, INC.

Principal Place of Business
3100 N.W. 77TH COURT
MIAMI FL 33122-1115

Mailing Address
3100 N.W. 77TH COURT
MIAMI FL 33122-1115

3. Date Incorporated or Qualified: **05/14/1973**	3a. Date of Last Report: **05/30/1996**
4. FEI Number: **59-1468706**	Applied For / Not Applicable
5. Certificate of Status Desired [X]	**$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 [X] Yes [ ] No	

2. Principal Place of Business	2a. Mailing Address
21 3 GROVE ISLE	26 25003 N. FORK RIVER RD
Suite, Apt. #, etc. 22 #1503	Suite, Apt. #, etc. 27
City & State 23 MIAMI FL	City & State 28 ABINGDON VA
Zip 24 33133 Country 25 USA	Zip 29 84210 Country 30 USA

9. Name and Address of Current Registered Agent

SOLOMON, DOUGLAS PAUL
200 E. LAS OLAS BLVD., STE. 1900
FT LAUDERDALE FL 33301

10. Name and Address of New Registered Agent

81 Name WALTON C. MCCALL
82 Street Address (P.O. Box Number is Not Acceptable) 355 SO. OCEAN DRIVE #401
83
84 City FT PIERCE **FL** 85 Zip Code 34949

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] DATE 2/3/97

(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	**PTD** [ ] DELETE	1.1 TITLE	[X] Change [ ] Addition
NAME	**RITCHEY, RICHARD C.**	1.2 NAME	
STREET ADDRESS	**3100 N W 77 CT**	1.3 STREET ADDRESS	3 GROVE ISLE #1503
CITY-ST-ZIP	**MIAMI FL**	1.4 CITY-ST-ZIP	MIAMI FL 33133
TITLE	**S** [ ] DELETE	2.1 TITLE	[X] Change [ ] Addition
NAME	**LISK, LAWRENCE M.**	2.2 NAME	
STREET ADDRESS	**3100 NW 77 CT.**	2.3 STREET ADDRESS	25003 N. FORK RIVER RD
CITY-ST-ZIP	**MIAMI FL**	2.4 CITY-ST-ZIP	ABINGDON VA 84210
TITLE	[ ] DELETE	3.1 TITLE	[ ] Change [ ] Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	[ ] DELETE	4.1 TITLE	[ ] Change [ ] Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	[ ] DELETE	5.1 TITLE	[ ] Change [ ] Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	[ ] DELETE	6.1 TITLE	[ ] Change [ ] Addition
NAME		6.2 NAME	800002104438
STREET ADDRESS		6.3 STREET ADDRESS	-03/05/97--01009--021
CITY-ST-ZIP		6.4 CITY-ST-ZIP	***173.75

3/4

CR2E034 (9/96)

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: [signature] - Larry LISK 2/24/97 540-944-4809

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #