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CORPORATION
 ANNUAL REPORT
 1995



FLORIDA DEPARTMENT OF STATE
 OFFICE OF CORPORATIONS
 1725 N. W. 17th Avenue, Suite 100
 Tallahassee, Florida 32304-3000

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SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

TOTALBANK CORPORATION OF FLORIDA

1. Principal Office Address: 2720 CORAL WAY (ZIP 33145-3271)
 P.O. BOX 450678
 MIAMI FL 33145-7678

2. Mailing Address: 2720 CORAL WAY (ZIP 33145-3271)
 P.O. BOX 450678
 MIAMI FL 33145-7678

PLEASE PRINT IN THIS SPACE

3. Date of Incorporation	09/05/1974	3a. Date of Last Report	05/01/1994
4. FIC Number	59-1592525	Applied Fee	Not Applicable
5. Certificate of Status Entered	<input type="checkbox"/>	\$8.75 Additional Fee Required	
6. Director/Chairperson/Chairwoman/President/Chief Executive Officer	<input type="checkbox"/>	\$5.00 May Be Added to Fees	
8. Does corporation have liability for all directors covered by MCOG?	<input type="checkbox"/>		

21. State Agent	26. State Agent
22. State Agent	27. State Agent
23. State Agent	28. State Agent
24. State Agent	29. State Agent
25. State Agent	30. State Agent

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

SCHLOSBERG, DAVID I., ESQUIRE
 2720 CORAL WAY
 MIAMI FL 33145-0271

B1. Name	
B2. Street Address, P.O. Box, Telephone, City, State, Zip	
B3. State	
B4. Title	
B5. State	FL

11. I, the undersigned, certify that the information furnished herein is true and correct, and that I am duly qualified to act as a registered agent for the corporation named herein, and that I am not a partner, officer, director, or shareholder of the corporation named herein.

12. List of all directors, officers, and shareholders of the corporation, with their names, addresses, and titles. If the corporation has more than 100 shareholders, it is not necessary to list all of them, but a list of the names and addresses of the shareholders owning 1% or more of the total number of shares of the corporation must be included.
- VD HEFFERNAN, WILLIAM, J
 351 NE 105TH ST
 MIAMI SHORES FL
 PCD
 - ARSHT FELDMAN, ADRIENNE
 10608 STAPLEFORD HALL DR
 POTOMAC MD
 SD
 - FELDMAN, MYER
 10608 STAPLEFORD HALL DR
 POTOMAC MD
 D
 - INFANTE, ANTHONY
 285 SHORE DRIVE, E
 MIAMI, FL 33133
 V
 - DE ARMAS, JORGE B.
 8529 S. W. 133RD PLACE
 MIAMI FL

13. List of all registered agents of the corporation, with their names, addresses, and titles. If the corporation has more than 100 registered agents, it is not necessary to list all of them, but a list of the names and addresses of the registered agents owning 1% or more of the total number of shares of the corporation must be included.
- D HANS C. MUELLER
 2720 CORAL WAY
 MIAMI, FLORIDA 33145

14. I, the undersigned, certify that the information furnished herein is true and correct, and that I am duly qualified to act as a registered agent for the corporation named herein, and that I am not a partner, officer, director, or shareholder of the corporation named herein.

SIGNATURE: *William J. Heffernan*
 SIGNATURE AND TITLE OF REGISTERED AGENT OF CORPORATION
 WILLIAM J. HEFFERNAN, VICE PRESIDENT/DIRECTOR

04/28/95 (305) 448-6500