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Apr 21 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 # 482955 (2)
1. Corporation Name
SPORTS FIRST, INC.



Principal Place of Business: 777 S. FLETCHER AVE. AMELIA ISLAND FL 32034 US
Mailing Address: P. O. BOX 727 AMELIA ISLAND FL 32035-0727 US

3. Date Incorporated or Qualified: 08/15/1975
3a. Date of Last Report: 05/01/1996
4. FEI Number: 59-1993994
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 14B North 4th Street, 22 State, Apt. #, etc., 23 Amelia Island, FL, 24 32034, 25 Nassau
2a. Mailing Address: 26 Suite, Apt. #, etc., 27 City & State, 28 Zip, 29 Nassau, 30 Country

9. Name and Address of Current Registered Agent: MOORE, MERRIL K. 777 S. FLETCHER AVE. AMELIA ISLAND FL 32034

10. Name and Address of New Registered Agent: 81 Name, 82 Street Address (P.O. Box Number is Not Acceptable), 83, 84 City, 85 Zip Code

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: 4/15/97
(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS
TITLE: P, NAME: MOORE, MERRILL K, STREET ADDRESS: 777 S. FLETCHER AVE., CITY-ST-ZIP: AMELIA ISLAND FL
[Repeat for other officers]

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE, 1.2 NAME, 1.3 STREET ADDRESS, 1.4 CITY-ST-ZIP
[Repeat for other additions]

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 in an attachment with an address.

SIGNATURE: [Signature] DATE: 4/15/97 DAYTIME PHONE #: 904/277-3009

CR2E034 (9/96)