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FILED  
Mar 13 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 # 515243

(4)

1. Corporation Name  
PRG FLORIDA III, INC.



Principal Place of Business

5430 LBJ FREEWAY  
SUITE 1540  
DALLAS TX 75240

Mailing Address

5430 LBJ FREEWAY  
SUITE 1540  
DALLAS TX 75240-2635

2. Principal Place of Business

21 State, Apt. #, etc.

22 City & State

23 Zip Country

24

2a. Mailing Address

26 State, Apt. #, etc.

27 City & State

28 Zip Country

29

3. Date Incorporated or Qualified

09/28/1976

3a. Date of Last Report

05/01/1996

4. FEI Number

59-1690544

Applied For

Not Applicable

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

9. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM  
1200 SOUTH PINE ISLAND ROAD  
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City

FL

85 Zip Code

11. Pursuant to the provisions of Sections 607.0802 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 in lieu of a wife and accept the obligations of Section 607.0505, Florida Statutes.

SIGNATURE

Signature of Registered Agent

(NEW) Registered Agent signature required when reinstating

DATE

12. OFFICERS AND DIRECTORS

11 NAME  DELETE

D  
D'AMICO, RICHARD J  
5430 LBJ FREEWAY, #1540  
DALLAS TX 75240

12 NAME  DELETE

13 NAME  DELETE

14 NAME  DELETE

15 NAME  DELETE

16 NAME  DELETE

17 NAME  DELETE

18 NAME  DELETE

19 NAME  DELETE

20 NAME  DELETE

21 NAME  DELETE

22 NAME  DELETE

23 NAME  DELETE

24 NAME  DELETE

25 NAME  DELETE

26 NAME  DELETE

27 NAME  DELETE

28 NAME  DELETE

29 NAME  DELETE

30 NAME  DELETE

31 NAME  DELETE

32 NAME  DELETE

33 NAME  DELETE

34 NAME  DELETE

35 NAME  DELETE

36 NAME  DELETE

37 NAME  DELETE

38 NAME  DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE Vice President/Secretary  Change  Addition

12 NAME

13 STREET ADDRESS

14 CITY-ST-ZIP

21 TITLE President/Sole Director  Change  Addition

22 NAME Emmett E. Moore

23 STREET ADDRESS 5430 LBJ Freeway, ste. 1540

24 CITY-ST-ZIP

31 TITLE Vice President/Treasurer  Change  Addition

32 NAME Richard M. Owen

33 STREET ADDRESS 5430 LBJ Freeway, Ste. 1540

34 CITY-ST-ZIP Dallas, Texas 75240

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, the undersigned, 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 published in 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 the 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:

*Richard J. D'Amico*

SIGNATURE AND TYPE OF OFFICER OR DIRECTOR  
Richard J. D'Amico, Vice President

March 4, 1997 (972) 982-8264

Date

Signature Printed

0494829

CRCE034 (9/96)