FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

CORPORATION ANNUAL REPORT 1995

FLORIDA DEPARTMENT OF STATE

DOCUMENT # 638805 (2)

1. Corporate Name

HARBOUR ISLAND INC.

Principal Place of Business: 424 KNIGHTS RUN AVE, TAMPA FL 33602, US

Mailing Address: 300 BENEFICIAL CENTER, PEAPACK NJ 07977, US

3. Date Incorporated or Qualified: 09/27/1979

3a. Date of Last Report: 05/01/1994

4. FEI Number: 51-0256917

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: [X] Yes [ ] No

9. Name and Address of Current Registered Agent

KERR, DAVID C.G.
211 EAST MADISON STREET, 23RD FLOOR
TAMPA FL 33602

10. Name and Address of New Registered Agent

Name:
Street Address (P.O. Box Number is Not Acceptable):
City: FL 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

12. OFFICERS AND DIRECTORS

Title	Name	Street Address	City-St-Zip
D	CASPERSEN, FINN M W	301 N. WALNUT ST.	WILMINGTON DE
PD	MCGOUGH, THOMAS P.	301 N. WALNUT ST.	WILMINGTON DE
VAS	COOK, MARIA F	300 BENEFICIAL CENTER	PEAPACK NJ
D	CHARLES H. WATTS	301 N. WALNUT ST.	WILMINGTON DE
D	FARRIS, DAVID J.	301 N. WALNUT ST.	WILMINGTON NJ
D	HILLIER, J. ROBERT	77 ALEXANDER ROAD	PRINCETON NJ

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

Title	Name	Street Address	City-St-Zip	Change/Addition
Vice President	James Tarbet	424 Knights Run Ave.	Tampa, FL 33602	[X] Addition
Secretary	Matthew J. Broas	200 Beneficial Center	Peapack, NJ 07977	[X] Addition
ASSISTAANT VICE PRESIDENT	SCOTT K. RHINEHART	300 BENEFICIAL CENTER	PEAPACK, NJ 07977	[X] Change

14. I hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07, 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] S.K. RHINEHART, AVP 4/24/95 (908) 781-3381

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

0384065 FP