

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED
May 15 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 # 663434 (9)
1. Corporation Name
CSF HOLDINGS, INC.

Principal Place of Business
C/O GEORGE R. WALLS, N
100 N. TRYON ST., NC1-00
CHARLOTTE NC 28255
401 N TRYON ST
NC1-021-03-09
c/o CORPORATE TAX
CHARLOTTE NC 28255



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 12/31/1979		3a. Date of Last Report 05/01/1996	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		4. FEI Number 59-1991867		Applied For Not Applicable	
22 City & State		27 City & State		5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23 Zip		28 Zip		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24 Country		29 Country		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

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

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, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent's signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	DP	<input type="checkbox"/> DELETE		11 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	GENTRY, FRANK L.			12 NAME			
STREET ADDRESS	100 N. TRYON ST			13 STREET ADDRESS			
CITY - ST - ZIP	CHARLOTTE N			14 CITY - ST - ZIP			
TITLE	DV	<input type="checkbox"/> DELETE		21 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	ALLEN, WILLIAM H. J			22 NAME			
STREET ADDRESS	100 SE 2ND ST			23 STREET ADDRESS			
CITY - ST - ZIP	MIAMI FL			24 CITY - ST - ZIP			
TITLE	DT	<input type="checkbox"/> DELETE		31 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	MACK JOHN E.			32 NAME			
STREET ADDRESS	100 N. TRYON ST			33 STREET ADDRESS			
CITY - ST - ZIP	CHARLOTTE N			34 CITY - ST - ZIP			
TITLE	S	<input type="checkbox"/> DELETE		41 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	WALLS, GEORGE R.			42 NAME			
STREET ADDRESS	100 N. TRYON ST			43 STREET ADDRESS			
CITY - ST - ZIP	CHARLOTTE N			44 CITY - ST - ZIP			
TITLE	S	<input type="checkbox"/> DELETE		51 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	LUCAS, MARY-ANN			52 NAME			
STREET ADDRESS	100 N. TRYON ST			53 STREET ADDRESS			
CITY - ST - ZIP	CHARLOTTE N			54 CITY - ST - ZIP			
TITLE	T	<input type="checkbox"/> DELETE		61 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	WILLIAMS, GARY S.			62 NAME			
STREET ADDRESS	101 S. TRYON ST.			63 STREET ADDRESS			
CITY - ST - ZIP	CHARLOTTE N			64 CITY - ST - ZIP			

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.

SUSAN MAYS NEWMAN
Senior Vice President

CR2E034 (9/96)

01/31/97

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Active Officer & Director Report

401 N TRYON ST NC1-021-03-09
c/o CORPORATE TAX
CHARLOTTE NC 28255

CSF Holdings, Inc.

<u>Directors</u>	<u>Title</u>	<u>Start Dt</u>	<u>Last El.</u>
William H. Allen, Jr.	Director	01/10/96	01/10/97
Frank L. Gentry	Director	01/10/96	01/10/97
John E. Mack	Director	01/10/96	01/10/97

<u>Officers</u>	<u>Title</u>	<u>Start Dt</u>	<u>Last El.</u>
Frank L. Gentry	President	12/22/95	01/10/97
William H. Allen, Jr.	Executive Vice President	12/22/95	01/10/97
James T. Bailey	Finance Officer	03/15/96	01/10/97
Susan Mays Newman	Senior Vice President/Tax Officer	01/10/97	01/10/97
Gary S. Williams	Senior Vice President	01/10/97	01/10/97
Janet G. Locke	Vice President/Tax Officer	01/10/97	01/10/97
George R. Walls	Secretary	12/22/95	01/10/97
Mary-Ann Lucas	Assistant Secretary	12/22/95	01/10/97
John E. Mack	Treasurer	12/22/95	01/10/97
Gary S. Williams	Tax Officer	12/22/95	01/10/97