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 Apr 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 # 678390 (6)
 1. Corporation Name
 B & F BUILDERS, INC.



Principal Place of Business: 9250-A ALTERNATE HIGHWAY A1A LAKE PARK FL 33403
 Mailing Address: 9250-A ALTERNATE HIGHWAY A1A LAKE PARK FL 33403-1437

3. Date Incorporated or Qualified: 07/15/1980
 3a. Date of Last Report: 02/01/1996

2. Principal Place of Business
 21 19900 Earwood DR
 Suite, Apt. #, etc.
 22 City & State: Jupiter, FLA.
 Zip: 33458 Country: USA

4. FEI Number: 59-2001025 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
 CIAVARELLA, FRANK P., JR.
 9250 - A ALTERNATE HIGHWAY, A1A
 LAKE PARK FL 33403

10. Name and Address of New Registered Agent
 81 Name: Ciavarella, FRANK P. JR.
 82 Street Address (P.O. Box Number is Not Acceptable): 19900 Earwood DR
 83 City: Jupiter, Fla
 84 City: Jupiter FL 85 Zip Code: 33458

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: *Frank P. Ciavarella Jr.* DATE: 4/4/97
 (NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS

TITLE	PS	<input type="checkbox"/> DELETE
NAME	CIAVARELLA, FRANK, JR.	
STREET ADDRESS	9250-A ALTERNATE HWY A1A	
CITY - ST - ZIP	JUPITER FL	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	V.P. F	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	MARY A. CIAVARELLA	
1.3 STREET ADDRESS	19900 EARLWOOD DR	
1.4 CITY - ST - ZIP	JUPITER, FL. 33458	
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY - ST - ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY - ST - ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY - ST - ZIP		
5.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY - ST - ZIP		
6.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 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.

SIGNATURE: *Frank P. Ciavarella Jr.* DATE: 4/11/97 561-7446411
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (9/96)