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Jan 17 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # 734466 (6)

1. Corporation Name
TRI-COUNTY BMW CLUB, INC.



Principal Place of Business Mailing Address
828 HANSEN STREET 828 HANSEN STREET
WEST PALM BEACH FL 33405 WEST PALM BEACH FL 33405-3550

3. Date Incorporated or Qualified 12/02/1975 3a. Date of Last Report 03/14/1996

2. Principal Place of Business 2a. Mailing Address 4. FEI Number 59-2513589 Applied For Not Applicable
22 Suite, Apt #, etc. 27 Suite, Apt #, etc. 5. Certificate of Status Desired \$8.75 Additional Fee Required
23 City & State 28 City & State 6. Election Campaign Financing \$5.00 May Be Added to Fees
24 Zip Country 29 Zip Country 30 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent 10. Name and Address of New Registered Agent
STORM, ROBERT 81 Name Clark K. Campbell
348 HUNTER STREET 82 Street Address (P.O. Box Number is Not Acceptable) 828 HANSEN ST.
WEST PALM BEACH FL 33405 83
84 City West Palm Beach FL 85 Zip Code 33405

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE Clark K Campbell Clark K Campbell 1/8/97
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE P	STORM, ROBERT	1.1 TITLE P	Campbell, Clark
NAME	348 HUNTER STREET	1.2 NAME	828 HANSEN ST
STREET ADDRESS	WEST PALM BEACH FL 33405	1.3 STREET ADDRESS	WEST PALM BEACH, FL 33405
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE T	CLEMENTS, LYNNE	2.1 TITLE	
NAME	532 WRIGHT DRIVE	2.2 NAME	
STREET ADDRESS	LAKE WORTH FL 33461	2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE VPD	MARKS, STEVE	3.1 TITLE VPD	STRNAD, BRUCE
NAME	828 HANSEN ST.	3.2 NAME	224 SE 6TH AVENUE
STREET ADDRESS	WEST PALM BEACH FL 33405	3.3 STREET ADDRESS	BOYNTON BEACH, FL 33435
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE VPD	EVANS, TERENCE	4.1 TITLE	
NAME	828 HANSEN ST.	4.2 NAME	
STREET ADDRESS	WEST PALM BEACH FL 33405	4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE VPD	STOCKTON, RANDY	5.1 TITLE VPD	NUGENT, BRIAN
NAME	828 HANSEN ST.	5.2 NAME	9141 SOUTHERN ORCHARD RD.
STREET ADDRESS	WEST PALM BEACH FL 33405	5.3 STREET ADDRESS	DAVIE, FL 33328
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Clark K. Campbell Clark K Campbell 1/8/97 (561)588-3154
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone # 0040176

CP2E037 (9/96)