

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

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Apr 03 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 826102 (6)

1. Corporation Name
SOUTHEAST TOYOTA DISTRIBUTORS, INC.

Principal Place of Business 100 N.W. 12TH AVENUE DEERFIELD BEACH FL 33442-1702 US	Mailing Address 100 N.W. 12TH AVENUE LEGAL DEPT DEERFIELD BEACH FL 33442-1702 US
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2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 04/29/1971	3a. Date of Last Report 03/25/1996
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 59-1201459	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 checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. 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 607.0502 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	D	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MORAN, JAMES M.	1.2 NAME	<i>See Attached</i>
STREET ADDRESS	100 NW 12TH AVE	1.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BCH FL	1.4 CITY-ST-ZIP	
TITLE	EV	2.1 TITLE	
NAME	MCCLAIN, L. WAYNE	2.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	100 NW 12TH AVE	2.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BCH FL	2.4 CITY-ST-ZIP	
TITLE	VD	3.1 TITLE	
NAME	MORAN, JANICE M.	3.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	100 NW 12TH AVE	3.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BCH FL	3.4 CITY-ST-ZIP	
TITLE	S	4.1 TITLE	
NAME	WHELAN, JOHN J.	4.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	100 NW 12TH AVE	4.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BEACH FL	4.4 CITY-ST-ZIP	
TITLE	EV	5.1 TITLE	
NAME	RICH, LAWRENCE S.	5.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	100 NW 12 AVE	5.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BCH FL	5.4 CITY-ST-ZIP	
TITLE	DP	6.1 TITLE	
NAME	MORAN, PATRICIA G.	6.2 NAME	<input type="checkbox"/> Change <input type="checkbox"/> Addition
STREET ADDRESS	100 N.W. 12TH AVENUE	6.3 STREET ADDRESS	
CITY-ST-ZIP	DEERFIELD BEACH FL	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)(j), 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:

John J. Whelan

3/27/97

954. 400-4585

CR2E034 (9/96)

OFFICERS AND DIRECTORS WITH BUSINESS ADDRESS

Southeast Toyota Distributors, Inc.

<u>Name</u>	<u>Title</u>	<u>Business</u>
A. Tucker Allen	Treasurer	100 NW 12th Avenue Deerfield Beach, FL 33442
Robert E. Arnett	Group Vice President	8040 Bayberry Road Jacksonville, FL 32256
Colin W. Brown, Esq.	Executive Vice President	100 NW 12th Avenue Deerfield Beach, FL 33442
Kenneth M. Czubay	Senior Vice President/Assistant General Manager	100 NW 12th Avenue Deerfield Beach, FL 33442
Timothy V. Garza	Vice President, Vehicle & Accessory Sales	100 NW 12th Avenue Deerfield Beach, FL 33442
Casey L. Gunnell	Executive Vice President, Chief Financial Officer	100 NW 12th Avenue Deerfield Beach, FL 33442
Jeffrey L. Hayman, Esq.	Assistant Secretary	100 NW 12th Avenue Deerfield Beach, FL 33442
Richard M. Jackson	Vice President, Sales & Administration	100 NW 12th Avenue Deerfield Beach, FL 33442
David Majcher	Vice President, Parts Sales & Service Operations	100 NW 12th Avenue Deerfield Beach, FL 33442
L. Wayne McClain	Executive Vice President, Administration	100 NW 12th Avenue Deerfield, FL 33442
Kenneth F. McCoy	Vice President, Fleet Operations	100 N.W. 12th Avenue Deerfield Beach, FL 33442
Arthur J. Mirandi, Jr.	Assistant Treasurer	100 NW 12th Avenue Deerfield Beach, FL 33442
Robert A Moore	Vice President, Vehicle Processing	1751 Tallyrand Avenue Jacksonville, FL 32206
James M. Moran	Director	100 NW 12th Avenue Deerfield Beach, FL 33442
Janice M. Moran	Director Vice President Aviation/Marine	100 NW 12th Avenue Deerfield Beach, FL 33442
Patricia G. Moran	Director President	100 NW 12th Avenue Deerfield Beach, FL 33442

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OFFICERS AND DIRECTORS WITH BUSINESS ADDRESS

Richard A. Noland	Vice President	100 NW 12th Avenue Deerfield Beach, FL 33442
Patrick C. Ossenbeck	Assistant Treasurer	100 NW 12th Avenue Deerfield Beach, FL 33442
George R. Shepard, Jr.	Vice President, Parts Supply & Distribution	8040 Bayberry Road Jacksonville, FL 32256
Andra L. Smith	Vice President, Corporate Accounting	600 Fairway Drive Suite 190 Deerfield Beach, FL 33442
Michael P. Stark	Assistant Vice President, Sales Planning & Distribution	100 NW 12th Avenue Deerfield Beach, FL 33442
Clement A. Stromberg	Vice President, Marketing	100 NW 12th Avenue Deerfield Beach, FL 33442
C. William Thaxton	Assistant Secretary	1769 Paragon Drive Memphis, TN 38132
Gary L. Thomas	Executive Vice President, Human Resources	100 NW 12th Avenue Deerfield Beach, FL 33442
Brick A. Toifel	Assistant Secretary	6150 Omni Park Drive Mobile, AL 36609
David J. Vincent	Vice President, Dealer Support	100 NW 12th Avenue Deerfield Beach, FL 33442
L. Taylor Ward, III	Vice President & General Counsel	100 NW 12th Avenue Deerfield Beach, FL 33442
John J. Whelan	Secretary	100 NW 12th Avenue Deerfield Beach, FL 33442
John I. Williams, Jr.	Executive Vice President & General Manager	100 NW 12th Avenue Deerfield Beach, FL 33442

KEY TO SYMBOLS USED

C	=	CHAIRMAN OF THE BOARD
P	=	PRESIDENT
CFO	=	CHIEF FINANCIAL OFFICER
CAO	=	CHIEF ACCOUNTING OFFICER
EV	=	EXECUTIVE VICE PRESIDENT
SV	=	SENIOR VICE PRESIDENT
V	=	VICE PRESIDENT
AV	=	ASSISTANT VICE PRESIDENT
GC	=	GENERAL COUNSEL
S	=	SECRETARY
AS	=	ASSISTANT SECRETARY
T	=	TREASURER
AT	=	ASSISTANT TREASURER
GM	=	GENERAL MANAGER
AGM	=	ASSISTANT GENERAL MANAGER
D	=	DIRECTOR