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Jun 24 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 # 840070

(7)

1. Corporation Name
BURTON GOLF, INC.

Principal Place of Business

2700-28TH AVE EAST
P.O. BOX 1669
JASPER AL 35502-1669

Mailing Address

2700-26TH AVE EAST
P.O. BOX 1669
JASPER AL 35502-1669



2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

25 Country

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

30 Country

3. Date Incorporated or Qualified

02/22/1978

3a. Date of Last Report

06/12/1996

4. FEI Number

63-0255938

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

CREDILE, STANLEY W
654 ANCHORS STREET
FT WALTON BEACH FL 32548

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 signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE D
NAME CROW, IV W. BAKER
STREET ADDRESS P. O. BOX 11428 N/A
CITY-ST-ZIP BIRMINGHAM AL

TITLE SD
NAME WIGGINS, CHARLES R
STREET ADDRESS PO BOX 419 N/A
CITY-ST-ZIP JASPER, AL 00000

TITLE CD
NAME BURTON, JAMES R III
STREET ADDRESS 535 MADISON AVE
CITY-ST-ZIP NEW YORK NY

TITLE VD
NAME CANNON, JAMES W
STREET ADDRESS 2700-28TH AVE., E.
CITY-ST-ZIP JASPER, AL 00000

TITLE D
NAME WALTON, W MORRIS
STREET ADDRESS 2700-28TH AVE., E.
CITY-ST-ZIP JASPER, AL 00000

TITLE S
NAME LEE, DAVID B
STREET ADDRESS 2700-25TH AVE SE
CITY-ST-ZIP JASPER AL 35502-1669

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP

2.1 TITLE
2.2 NAME
2.3 STREET ADDRESS
2.4 CITY-ST-ZIP

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY-ST-ZIP

6.1 TITLE
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, on an attachment with an address.

SIGNATURE:

CR2E034 (9/96)