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FILED
Apr 11 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 # 852983 (6)
1. Corporation Name
THE WAVERLEY GROUP, INC.



Principal Place of Business Mailing Address
460 BRIARWOOD DR., SUITE 410 JACKSON MS 39206
P.O. BOX 12000 JACKSON MS 39236-2000

3. Date Incorporated or Qualified 05/25/1982 3a. Date of Last Report 05/01/1996
4. FEI Number 64-0662575 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
7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

2. Principal Place of Business 2a. Mailing Address
21 Suite, Apt. #, etc. 26 Suite, Apt. #, etc.
22 City & State 27 City & State
23 Zip 25 Country 28 Zip 29 Country 30

9. Name and Address of Current Registered Agent
PAFFORD, HILDRED
51 SUNRISE BLVD.
ST. AUGUSTINE FL 32084

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: Chauncey R Dunbar, Sec CHAUNCEY R DUNBAR 4/4/97
(NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS

TITLE	D	<input type="checkbox"/> DELETE
NAME	BLACK, JOHN L., JR.	
STREET ADDRESS	235 ST ANDREWS	
CITY - ST - ZIP	JACKSON MS 39211	
TITLE	ST	<input type="checkbox"/> DELETE
NAME	DUNBAR, CHAUNCEY R.	
STREET ADDRESS	2339 TIFFANY CIR	
CITY - ST - ZIP	FLORENCE MS 39073	
TITLE	PD	<input type="checkbox"/> DELETE
NAME	ARNOLD, BOBBY R.	
STREET ADDRESS	4680 HICKORY DRIVE	
CITY - ST - ZIP	JACKSON MS 39211	
TITLE	VP	<input type="checkbox"/> DELETE
NAME	WALDROP, MARK	
STREET ADDRESS	106 CRIMSON LANE	
CITY - ST - ZIP	BRANDON MS 39046	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	ALLEN, LEIGH B. III	
STREET ADDRESS	1017 PINEHURST	
CITY - ST - ZIP	JACKSON MS 39211	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY - ST - ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	
1.3 STREET ADDRESS	
1.4 CITY - ST - ZIP	
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 checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	JOHN L. BLACK, III
5.3 STREET ADDRESS	46 NORTHTOWN DRIVE
5.4 CITY - ST - ZIP	JACKSON, MS 39211
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: Chauncey R Dunbar, Sec CHAUNCEY R DUNBAR 4/4/97 601-956-1013
Date Daytime Phone #

CR2E034 (9/96)