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Feb 18 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 # F45821 (8)

1. Corporation Name
ORANGE PARK TOYOTA, INC.



Principal Place of Business Mailing Address
C/O C T CORPORATION SYSTEM 7897 BLANDING PO BOX 340 JACKSONVILLE FL 32244-5115
C/O C T CORPORATION SYSTEM 7897 BLANDING PO BOX 340 JACKSONVILLE FL 32244-5115

3. Date Incorporated or Qualified 09/23/1981 3a. Date of Last Report 02/27/1996
4. FEI Number 59-2132430 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

2. Principal Place of Business 2a. Mailing Address
21 7897 BLANDING BLVD 26 7897 BLANDING BLVD
Suite, Apt. #, etc. Suite, Apt. #, etc.
22 City & State 27 City & State
23 JACKSONVILLE, FL 28 JACKSONVILLE, FL
Zip Country Zip Country
24 32244-5115 25 29 32244-5115 30

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 fee if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS
TITLE DELETE
NAME DOBBS, JAMES K., JR.
STREET ADDRESS 11836 TURTLE BEACH RD.
CITY-ST-ZIP N. PALM BEACH FL
TITLE DELETE
NAME DST DOUGLAS, DAVID
STREET ADDRESS 5170 SANDERLIN AVENUE
CITY-ST-ZIP MEMPHIS TN
TITLE DELETE
NAME PD DOBBS, JOHN HULL
STREET ADDRESS 301 W. CAMINO GARDENS BLVD, #101
CITY-ST-ZIP BOCA RATON FL
TITLE DELETE
NAME VP WHITLOCK, RONNIE K.
STREET ADDRESS 7897 BLANDING BLVD
CITY-ST-ZIP JACKSONVILLE FL
TITLE DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP
TITLE DELETE
NAME
STREET ADDRESS
CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE Change Addition
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY-ST-ZIP
2.1 TITLE Change Addition
2.2 NAME
2.3 STREET ADDRESS 1000 RIDGEWAY LOOP SUITE 203
2.4 CITY-ST-ZIP MEMPHIS, TN 38120
3.1 TITLE Change Addition
3.2 NAME
3.3 STREET ADDRESS 500 AZALEA LANE
3.4 CITY-ST-ZIP VERO BEACH, FL 32962
4.1 TITLE Change Addition
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP
5.1 TITLE Change Addition
5.2 NAME VICE PRESIDENT / DIRECTOR
5.3 STREET ADDRESS JOHN HULL DOBBS, JR.
5.4 CITY-ST-ZIP 1000 RIDGEWAY LANE SUITE 203
MEMPHIS, TN 38120
6.1 TITLE Change Addition
6.2 NAME VICE PRESIDENT / DIRECTOR
6.3 STREET ADDRESS EDWARD J. DOBBS
6.4 CITY-ST-ZIP 1000 RIDGEWAY LOOP SUITE 203
MEMPHIS, TN 38120

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: DAVID E. DOUGLAS SIGNED 2-10-97 901-684-1082
DATE DAYTIME PHONE #

CR2E034 (9/96)