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Apr 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 # **F68366** (6)
1. Corporation Name
WATERFIELD CORPORATION



Principal Place of Business: 1755 W BROADWAY #111 OVIEDO FL 32765 US
Mailing Address: 1755 W BROADWAY #111 OVIEDO FL 32765-8100 US

3. Date Incorporated or Qualified: 03/01/1982
3a. Date of Last Report: 05/01/1996

2. Principal Place of Business: 1955 OAKHURST AVE
2a. Mailing Address: 1955 OAKHURST AVE
21. City, State: WINTER PARK FLA
22. City, State: WINTER PARK FLA
23. City, State: WINTER PARK FLA
24. Zip: 32792 Country: USA
25. Zip: 32792 Country: USA
26. City, State: WINTER PARK FLA
27. City, State: WINTER PARK FLA
28. City, State: WINTER PARK FLA
29. Zip: 32792 Country: USA
30. Zip: 32792 Country: USA

4. FEI Number: 59-2201557
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

9. Name and Address of Current Registered Agent
BROOKS, TERRY A.
2110 E ROBINSON ST
ORLANDO FL 32803

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
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: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	DST <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WATERFIELD, ZELDA	1.2 NAME	
STREET ADDRESS	1955 OAKHURST AVE	1.3 STREET ADDRESS	
CITY - ST - ZIP	WINTER PARK, FL 00000	1.4 CITY - ST - ZIP	
TITLE	DP <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WATERFIELD, BOBBY JOE	2.2 NAME	
STREET ADDRESS	1955 OAKHURST AVE	2.3 STREET ADDRESS	
CITY - ST - ZIP	WINTER PARK, FL 00000	2.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY - ST - ZIP		3.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY - ST - ZIP		4.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY - ST - ZIP		5.4 CITY - ST - ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Bobby J. Waterfield* BOBBY J. WATERFIELD HIGHWAY 4 HIGHWAY DATE: 6/17/96

CR2E034 (9/96)