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May 12 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 # F95000000194 (9)

1. Corporation Name
BE&K HOLDINGS, INC.

Principal Place of Business	Mailing Address
2000 INTERNATIONAL PARK DR. BIRMINGHAM AL 35243	2000 INTERNATIONAL PARK DR. BIRMINGHAM AL 35243-4221

3. Date Incorporated or Qualified: 01/12/1995
3a. Date of Last Report: 04/30/1996

2. Principal Place of Business — 21
Suite, Apt. #, etc. — 22
City & State — 23
Zip — 24 Country — 25

2a. Mailing Address — 26
Suite, Apt. #, etc. — 27
City & State — 28
Zip — 29 Country — 30

4. FEI Number: 63-1133560 ☐ 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**

THE PRENTICE-HALL CORPORATION SYSTEM, INC
1201 HAYS ST., #105
TALLAHASSEE FL 32301

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			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	P	☐ DELETE	1.1 TITLE		☐ Change ☐ Addition
NAME	ISAACS, ARNOLD D		1.2 NAME		
STREET ADDRESS	20010 COLONY POINT LANE		1.3 STREET ADDRESS		
CITY-ST-ZIP	DAVIDSON NC 28036		1.4 CITY-ST-ZIP		
TITLE	VSCF	☐ DELETE	2.1 TITLE		☐ Change ☐ Addition
NAME	SMITH, C M		2.2 NAME		
STREET ADDRESS	1589 FAIRWAY VIEW DR.		2.3 STREET ADDRESS		
CITY-ST-ZIP	BIRMINGHAM AL 35244		2.4 CITY-ST-ZIP		
TITLE	T	☐ DELETE	3.1 TITLE		☒ Change ☐ Addition
NAME	MCCARTY, T S		3.2 NAME	McCARTY, J S	
STREET ADDRESS	704 LEXINGTON RD.		3.3 STREET ADDRESS		
CITY-ST-ZIP	BIRMINGHAM AL 35216		3.4 CITY-ST-ZIP		
TITLE	VD	☐ DELETE	4.1 TITLE		☐ Change ☐ Addition
NAME	GOODRICH, T M		4.2 NAME		
STREET ADDRESS	3320 DELL RD.		4.3 STREET ADDRESS		
CITY-ST-ZIP	BIRMINGHAM AL 35223		4.4 CITY-ST-ZIP		
TITLE	DC	☐ DELETE	5.1 TITLE		☐ Change ☐ Addition
NAME	KENNEDY, T C		5.2 NAME		
STREET ADDRESS	4472 CLAIRMONT AVE		5.3 STREET ADDRESS		
CITY-ST-ZIP	BIRMINGHAM AL 35222		5.4 CITY-ST-ZIP		
TITLE	V	☐ DELETE	6.1 TITLE		☐ Change ☐ Addition
NAME	CALDWELL, WILLIAM M II		6.2 NAME		
STREET ADDRESS	1300 LEXINGTON AVE.		6.3 STREET ADDRESS		
CITY-ST-ZIP	CHARLOTTE NC 28203		6.4 CITY-ST-ZIP		

CR2E034 (9/96)

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: X [signature] 4/30/97 205-972-6000