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**Feb 27 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 # F95000000881 (1)

1. Corporation Name
COASTAL MARINE ENGINEERING GROUP INC.



Principal Place of Business Mailing Address
**100 EXECUTIVE WAY, #206
PONTE VEDRA BEACH FL 32082**

3. Date Incorporated or Qualified **02/22/1995** 3a. Date of Last Report **04/29/1996**

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

4. FEI Number **59-3290352** 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
**CT CORPORATION SYSTEM
1200 S. PINE ISLAND RD.
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 _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	P	<input type="checkbox"/> DELETE
NAME	EDWARDS, JOSEPH	
STREET ADDRESS	100 EXECUTIVE WAY, SUITE 208	
CITY - ST - ZIP	PONTE VEDRA BEACH FL	
TITLE	DC	<input checked="" type="checkbox"/> DELETE
NAME	WEBSTER, DELMAR R JR	
STREET ADDRESS	100 EXECUTIVE WAY, #208	
CITY - ST - ZIP	PONTE VEDRA BEACH FL 32082	
TITLE	S	<input type="checkbox"/> DELETE
NAME	BANKS, MICHAEL	
STREET ADDRESS	100 EXECUTIVE WAY SUITE 208	
CITY - ST - ZIP	PONTE VEDRA BEACH FL	
TITLE	T	<input checked="" type="checkbox"/> DELETE
NAME	JOHNSON, JEFFREY A	
STREET ADDRESS	100 EXECUTIVE WAY SUITE 208	
CITY - ST - ZIP	PONTE VEDRA BEACH FL	
TITLE	D	<input type="checkbox"/> DELETE
NAME	HATFIELD, WILLIAM S	
STREET ADDRESS	100 EXECUTIVE WAY SUITE 208	
CITY - ST - ZIP	PONTE VEDRA BEACH FL	
TITLE	D	<input type="checkbox"/> DELETE
NAME	NOLAN, CAROLYN	
STREET ADDRESS	100 EXECUTIVE WAY SUITE 208	
CITY - ST - ZIP	PONTE VEDRA BEACH FL	

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 checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	Tillis, William J.
4.3 STREET ADDRESS	100 Executive Way, Suite 206
4.4 CITY - ST - ZIP	Ponte Vedra Beach, FL 32082
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY - ST - ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	200002101932
6.3 STREET ADDRESS	-03/03/97--01016--043
6.4 CITY - ST - ZIP	***165.00

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: *William J. Tillis* **William J. Tillis, Treasurer** 2/21/97 (904) 273-6740

CR2E034 (9/96)