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**Apr 28 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 # F95000001984 (2)

1. Corporation Name
PEBBLE CREEK CORPORATION



Principal Place of Business Mailing Address
**2929 ALLEN PARKWAY (A36-01)
HOUSTON TX 77019** **2929 ALLEN PARKWAY (A36-01)
HOUSTON TX 77019-2197**

3. Date Incorporated or Qualified **04/24/1995** 3a. Date of Last Report **04/25/1996**
4. FEI Number **76-0469667** 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 **2929 Allen Parkway** 26
Suite, Apt. #, etc. Suite, Apt. #, etc.
22 **A36-01** 27
City & State City & State
23 **Houston, TX** 28
Zip Country Zip Country
24 **77019** 29 **USA** 30

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	D <input checked="" type="checkbox"/> DELETE
NAME	GEISSINGER, FREDERICK W
STREET ADDRESS	2929 ALLEN PKWY HOUSTON TX 77019
CITY - ST - ZIP	
TITLE	PD <input type="checkbox"/> DELETE
NAME	KUPSTAS, LAWRENCE
STREET ADDRESS	2929 ALLEN PKWY HOUSTON TX 77019
CITY - ST - ZIP	
TITLE	V <input checked="" type="checkbox"/> DELETE
NAME	CLAPSADDLE, DON R
STREET ADDRESS	2929 ALLEN PKWY HOUSTON TX 77019
CITY - ST - ZIP	
TITLE	S <input type="checkbox"/> DELETE
NAME	GERLACH, OTTO B III
STREET ADDRESS	2929 ALLEN PKWY HOUSTON TX 77019
CITY - ST - ZIP	
TITLE	VPD <input checked="" type="checkbox"/> DELETE
NAME	ROWLETT, JOHN C
STREET ADDRESS	2929 ALLEN PARKWAY HOUSTON TX 77019
CITY - ST - ZIP	
TITLE	T <input checked="" type="checkbox"/> DELETE
NAME	KENDALL, JOY A
STREET ADDRESS	2929 ALLEN PARKWAY HOUSTON TX 77019
CITY - ST - ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Stephen H. Field
1.3 STREET ADDRESS	2929 Allen Parkway Houston, TX 77019
1.4 CITY - ST - ZIP	
2.1 TITLE	T <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Jamileh B. Soufan
2.3 STREET ADDRESS	2929 Allen Parkway Houston, TX 77019
2.4 CITY - ST - ZIP	
3.1 TITLE	V <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	John C. Rowlett
3.3 STREET ADDRESS	2929 Allen Parkway Houston, TX 77019
3.4 CITY - ST - ZIP	
4.1 TITLE	TO <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Kimberly C. Sellers
4.3 STREET ADDRESS	2929 Allen Parkway Houston, TX 77019
4.4 CITY - ST - ZIP	
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	
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: *OTTO B GERLACH III* **OTTO B GERLACH III, Secretary** **4/18/97** **(713) 522-1111**
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)