


FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED

Apr 03 1997 8:00am  
Secretary of State

<b>PROFIT CORPORATION ANNUAL REPORT 1997</b>				FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS	
<b>DOCUMENT # F95000004225 (7)</b> 1. Corporation Name <b>OMNI FINANCIAL SERVICES OF AMERICA, INC.</b>					
Principal Place of Business <b>120 NW 12TH AVE DEERFIELD BEACH FL 33442</b>			Mailing Address <b>120 NW 12TH AVE DEERFIELD BEACH FL 33442-1702</b>		
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip 24 Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip 29 Country		3. Date Incorporated or Qualified <b>08/31/1995</b> 3a. Date of Last Report <b>03/25/1996</b> 4. FEI Number <b>65-0593360</b> 5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b> 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b> 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
9. Name and Address of Current Registered Agent <b>C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324</b>			10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City <b>FL</b> 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 _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE - Registered Agent signature required when reinstating) DATE _____</small>					
12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE	<b>D</b>	<input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	<b>BROWN, COLIN</b>		1.2 NAME		
STREET ADDRESS	<b>120 NW 12TH AVE</b>		1.3 STREET ADDRESS		
CITY-ST-ZIP	<b>DEERFIELD BEACH FL 33442</b>		1.4 CITY-ST-ZIP		
TITLE	<b>PD</b>	<input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	<b>SMITH, DARYL P</b>		2.2 NAME		
STREET ADDRESS	<b>100 N.W. 12TH AVE.</b>		2.3 STREET ADDRESS		
CITY-ST-ZIP	<b>DEERFIELD BEACH FL 33442</b>		2.4 CITY-ST-ZIP		
TITLE	<b>S</b>	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	<b>WHELAN, JOHN J</b>		3.2 NAME		
STREET ADDRESS	<b>120 NW 12TH AVE</b>		3.3 STREET ADDRESS		
CITY-ST-ZIP	<b>DEERFIELD BEACH FL 33442</b>		3.4 CITY-ST-ZIP		
TITLE	<b>V</b>	<input checked="" type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition	
NAME	<b>WILLOUGHBY, JAMES JR</b>		4.2 NAME		
STREET ADDRESS	<b>6150 OMNI PARK DR</b>		4.3 STREET ADDRESS		
CITY-ST-ZIP	<b>MOBILE AL 36609</b>		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		



SIGNATURE: *John J. Whelan*

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OFFICERS AND DIRECTORS WITH BUSINESS ADDRESS

Omni Financial Services of America, Inc.

<u>Name</u>	<u>Title</u>	<u>Business</u>
Alan J. Browdy	Vice President, Accounting	100 NW 12th Avenue Deerfield Beach, FL 33442
Colin W. Brown, Esq.	Director	100 NW 12th Avenue Deerfield Beach, FL 33442
Frank W. Carstens	Vice President/Treasurer	100 NW 12th Avenue Deerfield Beach, FL 33442
Frank B. DeJaco, Esq.	Vice President & General Counsel	120 NW 12th Avenue Deerfield Beach, FL 33442
Jeffrey L. Hayman, Esq.	Assistant Secretary	100 NW 12th Avenue Deerfield Beach, FL 33442
Daryl P. Smith	Director	100 NW 12th Avenue Deerfield Beach, FL 33442
C. William Thaxton	President	1769 Paragon Drive Memphis, TN 38132
John J. Whelan	Secretary	100 NW 12th Avenue Deerfield Beach, FL 33442

### KEY TO SYMBOLS USED

C	=	CHAIRMAN OF THE BOARD
P	=	PRESIDENT
CFO	=	CHIEF FINANCIAL OFFICER
CAO	=	CHIEF ACCOUNTING OFFICER
EV	=	EXECUTIVE VICE PRESIDENT
SV	=	SENIOR VICE PRESIDENT
V	=	VICE PRESIDENT
AV	=	ASSISTANT VICE PRESIDENT
GC	=	GENERAL COUNSEL
S	=	SECRETARY
AS	=	ASSISTANT SECRETARY
T	=	TREASURER
AT	=	ASSISTANT TREASURER
GM	=	GENERAL MANAGER
AGM	=	ASSISTANT GENERAL MANAGER
D	=	DIRECTOR