

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

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PROFIT CORPORATION ANNUAL REPORT 1996		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # F96000000042 (9)
 1. Corporation Name

LOVETT'S BUFFET, INC.



Principal Place of Business 5118 PARK AVE., STE. 127 MEMPHIS TN 38117	Mailing Address 5118 PARK AVE., STE. 127 MEMPHIS TN 38117
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3. Date Incorporated or Qualified 12/29/1995	3a. Date of Last Report
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2. Principal Place of Business 21 7015 "J" Street Suite, Apt #, etc.	2a. Mailing Address 26 7015 "J" Street Suite, Apt #, etc.
22 City & State Pensacola, FL	27 City & State Pensacola, FL
23 Zip 32501	25 Country USA
29 Zip 32501	30 Country USA

4. FEI Number 62-1498097	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324**

10. Name and Address of New Registered Agent

B1 Name
B2 Street Address (P.O. Box Number is Not Acceptable)
B3
B4 City
B5 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 _____ DATE _____
Signature is for principal place of business registered agent and state if applicable. (NOTE: Registered Agent signature is required when filing.)

12. OFFICERS AND DIRECTORS

TITLE	CEO Chairman	<input type="checkbox"/> DELETE
NAME	WILSON, RICHARD A	
STREET ADDRESS	5118 PARK AVE., STE. 127	
CITY-ST-ZIP	MEMPHIS TN 38117	<i>see Attachment</i>
TITLE	Vice Chairman	<input type="checkbox"/> DELETE
NAME	PRENTISS, STEVEN M	
STREET ADDRESS	5118 PARK AVE., STE. 127	
CITY-ST-ZIP	MEMPHIS TN 38117	
TITLE	Vice Chairman	<input type="checkbox"/> DELETE
NAME	BELZ, JACK A	
STREET ADDRESS	5118 PARK AVE., STE. 127	
CITY-ST-ZIP	MEMPHIS TN 38117	
TITLE	DELETED	<input type="checkbox"/> DELETE
NAME	BELZ, RONALD A	
STREET ADDRESS	5118 PARK AVE., STE. 127	
CITY-ST-ZIP	MEMPHIS TN 38117	
TITLE	DELETED	<input type="checkbox"/> DELETE
NAME	BODNAR, J. MICHAEL	
STREET ADDRESS	5118 PARK AVE., STE. 127	
CITY-ST-ZIP	MEMPHIS TN 38117	
TITLE	DELETED	<input type="checkbox"/> DELETE
NAME	HAKE, JAMES D	
STREET ADDRESS	5118 PARK AVE., STE. 127	
CITY-ST-ZIP	MEMPHIS TN 38117	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	D CFO, Vice President, controller	Change <input checked="" type="checkbox"/> Addition
1.2 NAME	Martin More	
1.3 STREET ADDRESS	see Attachment	
1.4 CITY-ST-ZIP	see Attachment	
2.1 TITLE	D President	Change <input type="checkbox"/> Addition <input checked="" type="checkbox"/>
2.2 NAME	Steve Barnhill	
2.3 STREET ADDRESS	701 S. J Street	
2.4 CITY-ST-ZIP	Pensacola, FL 32501	
3.1 TITLE		Change <input type="checkbox"/> Addition <input type="checkbox"/>
3.2 NAME		
3.3 STREET ADDRESS	see Attachment	
3.4 CITY-ST-ZIP		
4.1 TITLE		Change <input type="checkbox"/> Addition <input type="checkbox"/>
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE		Change <input type="checkbox"/> Addition <input type="checkbox"/>
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE		Change <input type="checkbox"/> Addition <input type="checkbox"/>
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), 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 617, Florida Statutes, and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Steve P. Barnhill*
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

7-9-96
 904-475-9444
 DATE FILED #

CR2E034 (3/96)

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DIRECTORS & OFFICERS

JACK A. BELZ
Dist. Enterprises
530 Oak Court Dr., #300
Memphis, TN 38117
(901) 767-4780
Contact: Jeff Weisley

RONALD A. BELZ
Dist. Enterprises
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(901) 767-4780
Contact: Janet King

J. MICHAEL BODNAR
101 Fossil Road
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(205) 870-1420
(205) 870-1522 - Fax
Contact: Pam Waldrop

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Jericho, NY 11753
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(516) 918-9611 - Fax

JAMES T. BROWN
Loretta Buford, Inc.
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(901) 761-7624
(901) 761-7635 - Fax
Contact: Laura Thomas

HOME:
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HOME:
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HOME:
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Fred's 0559 Spruce Valley Dr
Fredericksburg, CO 80424
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(903) 453-4506 - Fax

HOME:
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Deerlin, FL 32514
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HOME:
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Contact: Lisa Garner

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6994 Apple Tree Dr., #11
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Contact: Nina Theobald

JAMES H. KEET, III
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Fried: 2001 Green Mountain Dr.
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Contact: Jamie Sailer

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Contact: Laura Thomas

JAMES M. POWERS, JR.
(Thurs. - Fri.)
Forvera Investments
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(615) 762-8866 - Fax
Contact: Lisa Garner
(Mon. - Wed.)
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(615) 286-1402 - Fax

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HOME:
McShane's Circle
Little Rock, AR 72212
(501) 227-6284

HOME:
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Millington, TN 38053
(901) 876-4227
(901) 489-7654 - Mobile

HOME:
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(615) 269-4143 - Fax
(615) 351-5400 - Mobile

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Contact: Mikko Hunko

ROY SHAINBERG
8120 Sawyer Down Rd, #103
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(615) 646-7436 - Fax
Contact: Paul Frewer/
Reynold Shainberg

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(901) 762-7271 - Fax
Contact: Louise Adcock

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Contact: Laura Thomas

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