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May 06 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 # F96000002105 (2)

1. Corporation Name
CERTACQ, INC.



Principal Place of Business
1201 ELM STREET, SUITE 5400
DALLAS TX 75270

Mailing Address
1201 ELM STREET, SUITE 5400
DALLAS TX 75270-2103

3. Date Incorporated or Qualified 04/26/1996	3a. Date of Last Report
4. FEI Number 75-2619492	Applied For 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	

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
24. Country	29. Country
25. Country	30. Country

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent

81. Name CT Corporation System	85. Zip Code 33324
82. Street Address (P.O. Box Number is Not Acceptable) 1200 S. Pine Island Rd.	
83. City Plantation	84. State FL

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: Mary P. Adams, Asst Sec. 3/14/97
(NOTE: Registered Agent signature required when reinstated)

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE PC	HEITMEYER, RICHARD A 1201 ELM STREET, SUITE 5400 DALLAS TX 75270	1.1 TITLE Vice Pres	Joseph Whelan 1700 Palm Beach Lakes Blvd, #1100 West Palm Beach, FL 33401
TITLE V	EPSTEIN, JONATHAN 1201 ELM STREET, SUITE 5400 DALLAS TX 75270	2.1 TITLE Secretary/V.P.	John E. Ramsey 2414 Peachtree Rd, Ste 660 Atlanta, GA 30326
TITLE S	HYDE, JOE 1201 ELM STREET, SUITE 5400 DALLAS TX 75270	3.1 TITLE Vice Pres	George Hamilton 1700 Palm Beach Lakes Blvd, #1100 West Palm Beach, FL 33401
TITLE D	WEISENBACHER, JUSTIN F 1201 ELM STREET, SUITE 5400 DALLAS TX 75270	4.1 TITLE Treasurer	Donald Greenham 1700 Palm Beach Lakes Blvd, #1100 West Palm Beach, FL 33401
TITLE VC	PRIMIANO, VINCENT 1201 ELM STREET, SUITE 5400 DALLAS TX 75270	5.1 TITLE	
TITLE		6.1 TITLE	

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: [Signature] V.P. 4/29/97 561-689-9700
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CR2E034 (9/96)