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FILED
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 # G38386

1. Corporation Name

GOLD COAST RAILROAD MUSEUM, INC.

(0)

Principal Place of Business

12450 SW 152ND STREET
MIAMI FL 33177

Mailing Address

12450 SW 152ND STREET
MIAMI FL 33177-1402



2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip

Country

24

2a. Mailing Address

26 Suite, Apt. #, etc.

27 City & State

28 Zip

Country

29

3. Date Incorporated or Qualified

05/10/1983

3a. Date of Last Report

07/02/1996

4. FEI Number

59-6136069

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

PECK, JAMES
475 BUILTMORE WAY
#303
CORAL GABLES FL 33134

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

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

TITLE D
NAME HULLMAD, JOHN
STREET ADDRESS 12450 SW 152ND ST.
CITY-ST-ZIP MIAMI FL

XX DELETE

TITLE PD
NAME GREER, CORNELIA
STREET ADDRESS 12450 SW 152ND STREET
CITY-ST-ZIP MIAMI FL

DELETE

TITLE T
NAME WILLSON, ROBERT
STREET ADDRESS 12450 SW 152ND ST
CITY-ST-ZIP MIAMI FL

DELETE

TITLE S
NAME DECKER, CARLTON
STREET ADDRESS 10436 SW 76TH STREET
CITY-ST-ZIP MIAMI FL

DELETE

TITLE VP
NAME MCLEAN, JOHN
STREET ADDRESS 12450 S.W. 152 STREET
CITY-ST-ZIP MIAMI FL 33177

XX DELETE

TITLE D
NAME PECK, JAMES
STREET ADDRESS 12450 SW 152ND STREET
CITY-ST-ZIP MIAMI FL

DELETE

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE P
1.2 NAME GREER, CONNIE
1.3 STREET ADDRESS 12450 SW 152 ST
1.4 CITY-ST-ZIP MIAMI, FL. 33177

Change Addition

2.1 TITLE VP
2.2 NAME MCLEAN, JOHN
2.3 STREET ADDRESS 12450 SW 152 St
2.4 CITY-ST-ZIP MIAMI, FL. 33177

XX Change Addition

3.1 TITLE
3.2 NAME
3.3 STREET ADDRESS
3.4 CITY-ST-ZIP

Change Addition

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY-ST-ZIP

Change Addition

5.1 TITLE D
5.2 NAME MAER, WILLIAM
5.3 STREET ADDRESS 12450 SW 152 ST
5.4 CITY-ST-ZIP MIAMI, FL. 33177

Change X Addition

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY-ST-ZIP

Change Addition

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

John F. McLean

04/28/97 (305) 253-0063

CR2E034 (9/96)