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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 # H15101 (9)
1. Corporation Name:
CHARLOTTE FIRST REALTY, INC.



Principal Place of Business: 100 MADRID BLVD. SUITE 113 PUNTA GORDA FL 33950 US
Mailing Address: 100 MADRID BLVD. SUITE 113 PUNTA GORDA FL 33950-7806 US

3. Date Incorporated or Qualified: 08/03/1984
3a. Date of Last Report: 04/24/1996
4. FEI Number: 59-2434739
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: 21 100 Madrid Blvd. Suite, Apt. #, etc.: 22 Suite 212A City & State: 23 Punta Gorda, FL Zip: 24 33950 Country: 25 US
2a. Mailing Address: 26 100 Madrid Blvd. Suite, Apt. #, etc.: 27 Suite 212A City & State: 28 Punta Gorda, FL Zip: 29 33950 Country: 30 US

9. Name and Address of Current Registered Agent
OSBORNE, NELL A.
3830 BORDEAUX DRIVE
PUNTA GORDA FL 33950

10. Name and Address of New Registered Agent
81 Name: Kelley M. Johns
82 Street Address (P.O. Box Number is Not Acceptable): 16401 Prairie Creek Blvd.
83
84 City: Punta Gorda FL 85 Zip Code: 33982

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] DATE: 4/14/97

12. OFFICERS AND DIRECTORS

TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	OSBORNE, NELL A.	
STREET ADDRESS	3830 BORDEAUX DRIVE	
CITY-ST-ZIP	PUNTA GORDA FL	
TITLE	PST	<input checked="" type="checkbox"/> DELETE
NAME	OSBORNE, NELL A.	
STREET ADDRESS	3830 BORDEAUX DRIVE	
CITY-ST-ZIP	PUNTA GORDA FL	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Kelley M Johns	
1.3 STREET ADDRESS	16401 Prairie Creek Blvd.	
1.4 CITY-ST-ZIP	Punta Gorda, FL 33982	
2.1 TITLE	PST	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	Kelley M. Johns	
2.3 STREET ADDRESS	16401 Prairie Creek Blvd.	
2.4 CITY-ST-ZIP	Punta Gorda, FL 33982	
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME		
4.3 STREET ADDRESS		
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 in an attachment with an address.

SIGNATURE: [Signature] DATE: 4/14/97 DAYTIME PHONE: (941) 639-8802

CR2E034 (9/96)