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PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # K52434
1. Corporation Name
Emerald Aviation Inc.

Principal Place of Business Mailing Address
812 TARPON DRIVE
FT. WALTON BEACH, FL 32548

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 3a. Date of Last Report 05-1996 4. FEI Number 59-2919729 5. Certificate of Status Desired 6. Election Campaign Financing Trust Fund Contribution 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes
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9. Name and Address of Current Registered Agent

WARREN A. TAYLOR
812 TARPON DRIVE
FT. WALTON BEACH FL 32548

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City
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	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
TITLE NAME STREET ADDRESS CITY-ST-ZIP DELETE	11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY-ST-ZIP 15 TITLE 16 NAME 17 STREET ADDRESS 18 CITY-ST-ZIP 19 TITLE 20 NAME 21 STREET ADDRESS 22 CITY-ST-ZIP 23 TITLE 24 NAME 25 STREET ADDRESS 26 CITY-ST-ZIP 27 TITLE 28 NAME 29 STREET ADDRESS 30 CITY-ST-ZIP 31 TITLE 32 NAME 33 STREET ADDRESS 34 CITY-ST-ZIP 35 TITLE 36 NAME 37 STREET ADDRESS 38 CITY-ST-ZIP 39 TITLE 40 NAME 41 STREET ADDRESS 42 CITY-ST-ZIP 43 TITLE 44 NAME 45 STREET ADDRESS 46 CITY-ST-ZIP 47 TITLE 48 NAME 49 STREET ADDRESS 50 CITY-ST-ZIP 51 TITLE 52 NAME 53 STREET ADDRESS 54 CITY-ST-ZIP 55 TITLE 56 NAME 57 STREET ADDRESS 58 CITY-ST-ZIP 59 TITLE 60 NAME 61 STREET ADDRESS 62 CITY-ST-ZIP 63 TITLE 64 NAME 65 STREET ADDRESS 66 CITY-ST-ZIP 67 TITLE 68 NAME 69 STREET ADDRESS 70 CITY-ST-ZIP 71 TITLE 72 NAME 73 STREET ADDRESS 74 CITY-ST-ZIP 75 TITLE 76 NAME 77 STREET ADDRESS 78 CITY-ST-ZIP 79 TITLE 80 NAME 81 STREET ADDRESS 82 CITY-ST-ZIP 83 TITLE 84 NAME 85 STREET ADDRESS 86 CITY-ST-ZIP 87 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