

IF 19 97 2122, M. C. CAPITAL CONNECTION
FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

P.2

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # L35425
1. Corporation Name

SOUTHAMPTON DEVELOPMENT CORPORATION

Principal Place of Business Mailing Address
c/o Louis X. Amato, Esq.
350 Fifth Avenue South, Suite 200
Naples, Florida 34102

REINSTATEMENT

95-97

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified		3a. Date of Last Report	
21 Same, Apt. #, etc		28 Suite, Apt. #, etc		12-7-89		05-01-94	
22 City & State		27 City & State		4. FEI Number		Applied For	
23 Zip		29 Zip		65-0202885		Not Applicable	
24 Country		30 Country		5. Certificate of Status Desired		8.75 Additional Fee Required	
				6. Election Campaign Financing Trust Fund Contribution		5.00 May Be Added to Fee	
				8. The corporation has liability for intangible tax under s. 199.032, Florida Statutes		Yes No	
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
Stanley Lieberfarb 4001 Tamiami Trail North Suite 330 Naples, Florida 34103				81 Name Louis X. Amato 82 Street Address (P.O. Box Number is Not Acceptable) 350 Fifth Avenue South 83 Suite 200 84 City Naples 85 Zip Code FL 34102			

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: Louis X. Amato DATE: 5-29-97

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1111 TITLE	Milan Vrcckovnik D/P/5 DELETE	1111 TITLE	Change Addition
1112 NAME	1055 Younge Street	1112 NAME	1 000002199811-6
1113 STREET ADDRESS	Toronto, Canada M4W-2L2	1113 STREET ADDRESS	-06/03/97-01066-003
1114 CITY-STATE-ZIP		1114 CITY-STATE-ZIP	***1088.75 ***1088.75
1115 TITLE	John J. Sterling DELETE	1115 TITLE	Change Addition
1116 NAME	801 12th Ave. South, #200	1116 NAME	
1117 STREET ADDRESS	Naples, FL 33940	1117 STREET ADDRESS	
1118 CITY-STATE-ZIP		1118 CITY-STATE-ZIP	
1119 TITLE	DELETE	1119 TITLE	Change Addition
1120 NAME		1120 NAME	
1121 STREET ADDRESS		1121 STREET ADDRESS	
1122 CITY-STATE-ZIP		1122 CITY-STATE-ZIP	
1123 TITLE	DELETE	1123 TITLE	Change Addition
1124 NAME		1124 NAME	
1125 STREET ADDRESS		1125 STREET ADDRESS	
1126 CITY-STATE-ZIP		1126 CITY-STATE-ZIP	
1127 TITLE	DELETE	1127 TITLE	Change Addition
1128 NAME		1128 NAME	
1129 STREET ADDRESS		1129 STREET ADDRESS	
1130 CITY-STATE-ZIP		1130 CITY-STATE-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)(f), 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. 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:

Louis X. Amato
SIGNATURE AND PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

May 23, 1997