
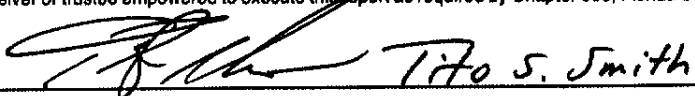


FILE NOW: Fee after May 1, will be \$588.75

FILED

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

LIMITED LIABILITY COMPANY ANNUAL REPORT 1997		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
FILING FEE \$ 203.75		Annual Report \$100.00 + \$103.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE	
1. Name and Mailing Address of Limited Liability Company A & S TIMBER PROPERTIES, L.C. 601 ST. JOHNS AVENUE PALATKA FL 32177		DOCUMENT # L95000000802	
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		1a. Principal Place of Business Address 601 ST. JOHNS AVENUE PALATKA FL 32177	
2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country		3. Date Organized or Qualified 10/23/1995	
7. Name and Address of Current Registered Agent SMITH, TITO S 601 ST. JOHNS AVENUE PALATKA FL 32177		3a. State of Formation FL	
8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City		4. FEI Number 59-3341519	
SIGNATURE _____ <small>(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)</small>		5. Date of Last Report 03/06/1996	
10. Title Managing Members/Managers		6. Certificate of Status Desired <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
MEM SMITH, TITO S		200002150822--9 -04/22/97 Code 01062--003 ***203.75 ***203.75	
MEM SMITH, KELLEY JR.		9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.	
MEM ALFORD, CHARLES E SR.		SIGNATURE _____ DATE _____	
MEM ALFORD, BRYANT T		10. Title Business Street Address City, State and Zip Code	
MEM ALFORD, CHARLES E JR.		MEM SMITH, TITO S 601 ST. JOHNS AVENUE PALATKA FL	
MEM CLAPP, KATHRYN A		MEM SMITH, KELLEY JR. RTE. 2, BOX 1746 PALATKA FL	
		MEM ALFORD, CHARLES E SR. RTE. 1, BOX 2000 PALATKA FL	
		MEM ALFORD, BRYANT T RTE. 1, BOX 2000 PALATKA FL	
		MEM ALFORD, CHARLES E JR. RTE. 1, BOX 2000 PALATKA FL	
		MEM CLAPP, KATHRYN A RTE. 1, BOX 2000 PALATKA FL	
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3) (l), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.		SIGNATURE:  Tito S. Smith 4/10/97	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER		Date Daytime Phone #	

JB 4-21-97