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Feb 27 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 # M80298 (6)

1. Corporation Name  
AVENTURA FAN CLUB, INC.

Principal Place of Business

19575 BISCAYNE BLVD  
#1315  
N MIAMI FL 33180  
US

Mailing Address

ATTN: TAX DEPARTMENT  
7880 BENT BRANCH DRIVE, SUITE 100  
IRVING TX 75063-6046



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

05/11/1988

3a. Date of Last Report

02/21/1996

4. FEI Number

04-3009543

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

UNITED STATES CORPORATION COMPANY  
1201 HAYS STREET  
SUITE 105  
TALLAHASSEE FL 32301

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 of the person named in the form of agent or officer of the corporation

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS

|                 |                     |        |
|-----------------|---------------------|--------|
| TITLE           | D                   | DELETE |
| NAME            | PARKS, RALPH T.     |        |
| STREET ADDRESS  | 3940 PIPESTONE ROAD |        |
| CITY - ST - ZIP | DALLAS TX           |        |
| TITLE           | VPT                 | DELETE |
| NAME            | ROACH, DONALD V.    |        |
| STREET ADDRESS  | 3940 PIPESTONE ROAD |        |
| CITY - ST - ZIP | DALLAS TX           |        |
| TITLE           | S                   | DELETE |
| NAME            | MAYER, MARK W       |        |
| STREET ADDRESS  | 3940 PIPESTONE RD   |        |
| CITY - ST - ZIP | DALLAS TX           |        |
| TITLE           | D                   | DELETE |
| NAME            | PARKS, RALPH T      |        |
| STREET ADDRESS  | 3940 PIPESTONE RD   |        |
| CITY - ST - ZIP | DALLAS TX           |        |
| TITLE           | D                   | DELETE |
| NAME            | BENNAN, MICHAEL     |        |
| STREET ADDRESS  | 1 THEALL ROAD       |        |
| CITY - ST - ZIP | RYE NY              |        |
| TITLE           | VP                  | DELETE |
| NAME            | ALBERT, CHARLES M   |        |
| STREET ADDRESS  | 3940 PIPESTONE RD   |        |
| CITY - ST - ZIP | DALLAS TX           |        |

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

|                     |                           |        |          |
|---------------------|---------------------------|--------|----------|
| 1.1 TITLE           | P/D                       | Change | Addition |
| 1.2 NAME            |                           |        |          |
| 1.3 STREET ADDRESS  | 7880 BENT BRANCH DR #100  |        |          |
| 1.4 CITY - ST - ZIP | IRVING, TX 75063          |        |          |
| 2.1 TITLE           | T                         | Change | Addition |
| 2.2 NAME            | HOMER W. GREER            |        |          |
| 2.3 STREET ADDRESS  | 7880 BENT BRANCH DR #100  |        |          |
| 2.4 CITY - ST - ZIP | IRVING, TX 75063          |        |          |
| 3.1 TITLE           |                           | Change | Addition |
| 3.2 NAME            |                           |        |          |
| 3.3 STREET ADDRESS  | 7880 BENT BRANCH DR. #100 |        |          |
| 3.4 CITY - ST - ZIP | IRVING, TX 75063          |        |          |
| 4.1 TITLE           |                           | Change | Addition |
| 4.2 NAME            |                           |        |          |
| 4.3 STREET ADDRESS  |                           |        |          |
| 4.4 CITY - ST - ZIP |                           |        |          |
| 5.1 TITLE           |                           | Change | Addition |
| 5.2 NAME            |                           |        |          |
| 5.3 STREET ADDRESS  |                           |        |          |
| 5.4 CITY - ST - ZIP |                           |        |          |
| 6.1 TITLE           | VP/D                      | Change | Addition |
| 6.2 NAME            |                           |        |          |
| 6.3 STREET ADDRESS  | 7880 BENT BRANCH DR. #100 |        |          |
| 6.4 CITY - ST - ZIP | IRVING, TX 75063          |        |          |

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 included 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 or in an attachment with an address

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

MARK W. MAYER 2-17-96 972-501-5000

Date

Daytime Phone #

CR2E034 (9/96)