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Apr 22 1997 8:00am
Secretary of State

NONPROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # N19203 (1)

1. Corporation Name
THE RIVER GARDEN FOUNDATION, INC.



Principal Place of Business 11401 OLD ST. AUGUSTINE RD. JACKSONVILLE FL 32258	Mailing Address 11401 OLD ST. AUGUSTINE RD. JACKSONVILLE FL 32258-4500
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2. Principal Place of Business 21	2a. Mailing Address 26	4. FEI Number 59-3100673	Applied For Not Applicable
Suite, Apt #, etc. 22	Suite, Apt #, etc. 27	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
City & State 23	City & State 28	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
Zip 24	Country 25	Zip 29	Country 30

3. Date Incorporated or Qualified 02/11/1987	3a. Date of Last Report 05/01/1996
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9. Name and Address of Current Registered Agent

PALEVSKY, ELLIOTT
11401 OLD ST. AUGUSTINE RD.
JACKSONVILLE FL 32258

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
			FL	

11. Pursuant to the provisions of Sections 617.0502 and 617.1508, 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 617.0503, Florida Statutes.

SIGNATURE: _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		DELETE
TITLE	CD	<input checked="" type="checkbox"/>
NAME	YEGELWEL, EVAN	
STREET ADDRESS	804 BLACKSTONE BLDG	
CITY-ST-ZIP	JACKSONVILLE FL	
TITLE	PD	<input checked="" type="checkbox"/>
NAME	JACOBSON SHELIA	
STREET ADDRESS	7561 FOUNDERS WAY	
CITY-ST-ZIP	PONTE VEDRA BCH., FL 32082	
TITLE	VD	<input type="checkbox"/>
NAME	BOWER, PETER	
STREET ADDRESS	4121 WATER OAK LANE	
CITY-ST-ZIP	JACKSONVILLE FL	
TITLE	VD	<input checked="" type="checkbox"/>
NAME	SHORSTEIN JACK, CPA	
STREET ADDRESS	8265 BAYBERRY ROAD	
CITY-ST-ZIP	JACKSONVILLE FL	
TITLE	SD	<input checked="" type="checkbox"/>
NAME	PROCTOR ROCHELLE	
STREET ADDRESS	2888 EVERCHARM PLACE	
CITY-ST-ZIP	JACKSONVILLE FL 32257	
TITLE	VD	<input checked="" type="checkbox"/>
NAME	SHIELDS, BOB	
STREET ADDRESS	2461 ROLAC RD.	
CITY-ST-ZIP	JACKSONVILLE FL	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		Change	Addition
1.1 TITLE	PD	<input checked="" type="checkbox"/>	<input type="checkbox"/>
1.2 NAME	Bob Shields		
1.3 STREET ADDRESS	2461 Rolac Rd		
1.4 CITY-ST-ZIP	Jacksonville, FL		
2.1 TITLE	CD	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2.2 NAME	Jacobson, Shelia		
2.3 STREET ADDRESS	7561 Founders Way		
2.4 CITY-ST-ZIP	Ponte Vedra Beach, FL 32082		
3.1 TITLE		<input type="checkbox"/>	<input type="checkbox"/>
3.2 NAME			
3.3 STREET ADDRESS			
3.4 CITY-ST-ZIP			
4.1 TITLE	VD	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4.2 NAME	Earle Traynham		
4.3 STREET ADDRESS	4567 St. John's Bluff Rd S.		
4.4 CITY-ST-ZIP	Jacksonville, FL 32224		
5.1 TITLE	SD	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5.2 NAME	Aaron Scharf		
5.3 STREET ADDRESS	104 Laurel Lane		
5.4 CITY-ST-ZIP	Ponte Vedra Beach, FL		
6.1 TITLE	VD	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6.2 NAME	Mel Gottlieb		
6.3 STREET ADDRESS	3028 Forest Circle		
6.4 CITY-ST-ZIP	Jacksonville FL 32257		

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 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Sandra B. Mortham* (NOTE: Signature and typed or printed name of signing officer or director)
Date: **4/8/97** (904) 646-2580

CR2E037 (9/96)