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NONPROFIT CORPORATION
 ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # N37889

1. Corporation Name
DON SHULA FOUNDATION, INC.

Principal Place of Business % CHARLES O. MORGAN, JR. 1300 N.W. 167TH ST. MIAMI FL 33169	Mailing Address % CHARLES O. MORGAN, JR. 1300 N.W. 167TH ST. MIAMI FL 33169
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2. Principal Place of Business	2a. Mailing Address	3. Date Incorporated or Qualified
Suite, Apt. #, etc.	26	04/30/1990
City & State	27	4. FEI Number
Zip	28	65-0192721
Country	29	Applied For
25	30	Not Applicable
9. Name and Address of Current Registered Agent		5. Certificate of Status Desired <input checked="" type="checkbox"/> \$8.75 Additional Fee Required
MORGAN, CHARLES O JR 1300 N.W. 167TH ST MIAMI FL 33169		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees
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		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
S	<input type="checkbox"/> DELETE HORTON, LAURA M. 1300 N.W. 167TH ST. MIAMI FL 33169	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
T	<input type="checkbox"/> DELETE STANTON, WILLIAM 3041 WEST LANE KEYS WASHINGTON DC 20007	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
EDT	<input type="checkbox"/> DELETE MORGAN, CHARLES O JR 1300 N.W. 167TH ST. MIAMI FL 33169	2.2 NAME	
TT	<input type="checkbox"/> DELETE HOGUE, CHARLES 5811 KENTUCKY DERBY AUSTIN TX	2.3 STREET ADDRESS	THE EVERGLADES HOUSE #1402 2000 SOUTH OCEAN DRIVE FORT LAUDERDALE FL 33316
PT	<input type="checkbox"/> DELETE SHULA, DONALD F 16 INDIAN CREEK ISLAND MIAMI BEACH FL	2.4 CITY-ST-ZIP	
VT	<input type="checkbox"/> DELETE SHULA, MICHAEL TAMPA BAY BUCCANEERS 242 BRAXTON WAY TAMPA FL	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		3.2 NAME	
		3.3 STREET ADDRESS	
		3.4 CITY-ST-ZIP	
		4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		4.2 NAME	
		4.3 STREET ADDRESS	
		4.4 CITY-ST-ZIP	
		5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		5.2 NAME	
		5.3 STREET ADDRESS	
		5.4 CITY-ST-ZIP	
		6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
		6.2 NAME	
		6.3 STREET ADDRESS	
		6.4 CITY-ST-ZIP	

I 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, with all other like empowered.

SIGNATURE: *Charles O. Morgan* DATE: 1/7/99 DAYTIME PHONE: (305) 624-0011

CR2E037 (1/198)