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Secretary of State

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NONPROFIT CORPORATION ANNUAL REPORT 1999				FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # N43420					
1. Corporation Name TRI-DISTRICT INTERGROUP, INC.					
Principal Place of Business PLAZA BLDG 3300 N. PACE. STE 322 PENSACOLA FL 32505			Mailing Address PLAZA BLDG 3300 N. PACE. STE 322 PENSACOLA FL 32505		



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified	
21 Suite, Apt. #, etc.		26 Suite, Apt. #, etc.		05/13/1991	
22 City & State		27 City & State		4. FEI Number	
23 Zip		28 Zip		59-2914891	
24 Country		29 Country		30	
5. Certificate of Status Desired <input type="checkbox"/>				\$8.75 Additional Fee Required	
6. Election Campaign Financing <input type="checkbox"/>				\$5.00 May Be Added to Fees	

9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent			
ROPP, LELAND 3215 NEWTON DRIVE PENSACOLA FL 32504				81 Name <u>Michael E. Morris</u> <u>Jeanne Howard</u> 82 Street Address (P.O. Box Number is Not Acceptable) <u>528 W. Garden St., Ste. 1</u> <u>3300 N. Pace</u> 83 <u>Ste. 322</u> 84 City <u>Pensacola</u> <u>FL</u> 85 Zip Code <u>32505</u>			

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 Michael E. Morris Treasurer, Director DATE 1/22/99

(NOTE: Registered Agent signature required when reinstating)

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	D	DELETE		1.1 TITLE	D	Change	Addition
NAME	ROPP, LELAND			1.2 NAME	Michael E. Morris		
STREET ADDRESS	3215 NEWTON DRIVE			1.3 STREET ADDRESS	528 W. Garden St., Ste. 1		
CITY-ST-ZIP	PENSACOLA FL 32503			1.4 CITY-ST-ZIP	Pensacola, FL 32501		
TITLE	D	DELETE		2.1 TITLE		Change	Addition
NAME	CANNON, SCOTT			2.2 NAME			
STREET ADDRESS	1271-A REDWOOD LN			2.3 STREET ADDRESS			
CITY-ST-ZIP	GULF BREEZE FL 32561			2.4 CITY-ST-ZIP			
TITLE	D	DELETE		3.1 TITLE	D	Change	Addition
NAME	TAYLOR, LEE A			3.2 NAME	Garytha Wise (Garcia)		
STREET ADDRESS	1271-A REDWOOD LN			3.3 STREET ADDRESS	19 St. Regis Dr		
CITY-ST-ZIP	GULF BREEZE FL 32561			3.4 CITY-ST-ZIP	Pensacola, FL 32505		
TITLE	D	DELETE		4.1 TITLE	D	Change	Addition
NAME	GANDY, BOB			4.2 NAME	Daniel Meister		
STREET ADDRESS	7481 DALA FOX			4.3 STREET ADDRESS	7317 Haywood St.		
CITY-ST-ZIP	PENSACOLA FL 32503			4.4 CITY-ST-ZIP	Pensacola, FL 32526		
TITLE		DELETE		5.1 TITLE		Change	Addition
NAME				5.2 NAME			
STREET ADDRESS				5.3 STREET ADDRESS			
CITY-ST-ZIP				5.4 CITY-ST-ZIP			
TITLE		DELETE		6.1 TITLE		Change	Addition
NAME				6.2 NAME			
STREET ADDRESS				6.3 STREET ADDRESS			
CITY-ST-ZIP				6.4 CITY-ST-ZIP			

14. 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: Michael E. Morris DATE: 3/22/99 (850) 433-4164

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR