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May 12 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 # N95000002673 (0)

1. Corporation Name

FLORIDA KEYS DISCOVERY, INC.

Principal Place of Business

Mailing Address

2331 PENSACOLA ROAD
BIG PINE KEY FL 33043

POST OFFICE BOX 430137
BIG PINE KEY FL 33043-0137



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 05/30/1995	3a. Date of Last Report 06/17/1996
21		26		4. FEI Number 65-0590409	Applied For Not Applicable
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired	\$8.75 Additional Fee Required
22		27		6. Election Campaign Financing Trust Fund Contribution	\$5.00 May Be Added to Fees
City & State		City & State		7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
23		28			
Zip	Country	Zip	Country		
24		29			

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

ERSKINE, LARRY A
29872 OVERSEAS HWY.
SUITE 1
BIG PINE KEY FL 33043

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
85	Zip Code

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	
TITLE	STD <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BENSON, GEORGE A	1.2 NAME	
STREET ADDRESS	POST OFFICE BOX 430377 N/A	1.3 STREET ADDRESS	
CITY-ST-ZIP	BIG PINE KEY FL 33043-0377	1.4 CITY-ST-ZIP	
TITLE	VD <input type="checkbox"/> DELETE	2.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	JESSUP, WAYNE	2.2 NAME	D JESSUP, WAYNE
STREET ADDRESS	POST OFFICE BOX 431618 N/A	2.3 STREET ADDRESS	POST OFFICE BOX 431618 N/A
CITY-ST-ZIP	BIG PINE KEY FL 33043-1618	2.4 CITY-ST-ZIP	BIG PINE KEY, FL 33043-1618
TITLE	D <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MELINE, CAROLINE	3.2 NAME	
STREET ADDRESS	6003 WAYNE AVENUE	3.3 STREET ADDRESS	
CITY-ST-ZIP	PHILADELPHIA PA 19144	3.4 CITY-ST-ZIP	
TITLE	PD <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	NEWMAN, JOYCE CLARK	4.2 NAME	
STREET ADDRESS	POST OFFICE BOX 430137 N/A	4.3 STREET ADDRESS	
CITY-ST-ZIP	BIG PINE KEY FL 33043-0137	4.4 CITY-ST-ZIP	
TITLE	D <input type="checkbox"/> DELETE	5.1 TITLE	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PAYNE, JOAN	5.2 NAME	V/D PAYNE, JOAN
STREET ADDRESS	POST OFFICE BOX 432037 N/A	5.3 STREET ADDRESS	POST OFFICE BOX 432037 N/A
CITY-ST-ZIP	BIG PINE KEY FL 33043-2037	5.4 CITY-ST-ZIP	BIG PINE KEY, FL 33043-2037
TITLE	D <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	ROBERTS, STEPHEN	6.2 NAME	
STREET ADDRESS	2739 MALLARD LANDING AVENUE	6.3 STREET ADDRESS	
CITY-ST-ZIP	HENDERSON NV 89014	6.4 CITY-ST-ZIP	

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: *Stephen Roberts* 4/24/97 (305) 872-3725
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone # 0024719

CR2E037 (9/96)

ATTACHMENT TO 1997 NONPROFIT CORPORATION ANNUAL REPORT

#N 95000002673 (0)

FLORIDA KEYS DISCOVERY, INC.

BLOCK 12

TITLE → D
NAME → KLIPPEN, LEONARD E.

STREET ADDRESS

29122 GUAVA LANE

CITY-ST- ZIP

BIG PINE KEY, FL 33043