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Jan 30 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 # **N95000005764 (4)**

1. Corporation Name

HIGHLAND BEACH LIBRARY FOUNDATION, INC.



Principal Place of Business	Mailing Address
3614 SOUTH OCEAN BLVD. HIGHLAND BEACH FL 33487	3614 SOUTH OCEAN BLVD. HIGHLAND BEACH FL 33487-3325

3. Date Incorporated or Qualified 12/06/1995	3a. Date of Last Report 04/25/1996
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2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip	28 Zip
24 Country	29 Country
25	30

4. FEI Number 65-0651046	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent	
HRAWG CORP. 2000 GLADES ROAD SUITE 400 BOCA RATON FL 33431	

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	
TITLE	NAME	1.1 TITLE	1.2 NAME
	DP BELL, LEONARD		DT GOLDENSON, FELIX R.
STREET ADDRESS	3614 SOUTH OCEAN BOULEVARD	1.3 STREET ADDRESS	3224 SOUTH OCEAN BOULEVARD
CITY-ST-ZIP	HIGHLAND BEACH FL 33487	1.4 CITY-ST-ZIP	HIGHLAND BEACH, FL 33487
TITLE	NAME	2.1 TITLE	2.2 NAME
	DVP WARD, JOHN E		DT JAMES BARRY, JAMES A JR.
STREET ADDRESS	3614 SOUTH OCEAN BOULEVARD	2.3 STREET ADDRESS	40N SOUTH OCEAN BOULEVARD
CITY-ST-ZIP	HIGHLAND BEACH FL 33487	2.4 CITY-ST-ZIP	HIGHLAND BEACH, FL 33487
TITLE	NAME	3.1 TITLE	3.2 NAME
	DS RAYNER, JANE		D VICTOR P. HADEED, VICTOR P.
STREET ADDRESS	3614 SOUTH OCEAN BOULEVARD	3.3 STREET ADDRESS	3201 SOUTH OCEAN BOULEVARD
CITY-ST-ZIP	HIGHLAND BEACH FL 33487	3.4 CITY-ST-ZIP	HIGHLAND BEACH, FL 33487
TITLE	NAME	4.1 TITLE	4.2 NAME
	DT REID, THOMAS J		
STREET ADDRESS	3614 SOUTH OCEAN BOULEVARD	4.3 STREET ADDRESS	
CITY-ST-ZIP	HIGHLAND BEACH FL 33487	4.4 CITY-ST-ZIP	
TITLE	NAME	5.1 TITLE	5.2 NAME
	D POULSEN, ELIZABETH		
STREET ADDRESS	3614 SOUTH OCEAN BOULEVARD	5.3 STREET ADDRESS	
CITY-ST-ZIP	HIGHLAND BEACH FL 33487	5.4 CITY-ST-ZIP	
TITLE	NAME	6.1 TITLE	6.2 NAME
	D LEWIS, JEAN A		
STREET ADDRESS	3614 SOUTH OCEAN BOULEVARD	6.3 STREET ADDRESS	
CITY-ST-ZIP	HIGHLAND BEACH FL 33487	6.4 CITY-ST-ZIP	

1.1 TITLE	1.2 NAME	1.3 STREET ADDRESS	1.4 CITY-ST-ZIP
	DT GOLDENSON, FELIX R.	3224 SOUTH OCEAN BOULEVARD	HIGHLAND BEACH, FL 33487
2.1 TITLE	2.2 NAME	2.3 STREET ADDRESS	2.4 CITY-ST-ZIP
	DT JAMES BARRY, JAMES A JR.	40N SOUTH OCEAN BOULEVARD	HIGHLAND BEACH, FL 33487
3.1 TITLE	3.2 NAME	3.3 STREET ADDRESS	3.4 CITY-ST-ZIP
	D VICTOR P. HADEED, VICTOR P.	3201 SOUTH OCEAN BOULEVARD	HIGHLAND BEACH, FL 33487
4.1 TITLE	4.2 NAME	4.3 STREET ADDRESS	4.4 CITY-ST-ZIP
5.1 TITLE	5.2 NAME	5.3 STREET ADDRESS	5.4 CITY-ST-ZIP
6.1 TITLE	6.2 NAME	6.3 STREET ADDRESS	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: **Felix R. Goldenson** 361-278-0349

CR2E037 (9/96)