

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

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Apr 01 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # 1. Corporation Name HOMES HOLDINGS CORPORATION	P27128
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Principal Place of Business 1500 N.Dale Mabry Hwy. Tampa, FL 33607	Mailing Address 1500 N. Dale Mabry Hwy. Tampa, FL 33607
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2. Principal Place of Business 21 State, Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 State, Apt. #, etc. 27 City & State 28 Zip 29 Country	3. Date Incorporated or Qualified 12/15/1989	3a. Date of Last Report 05/01/1996
4. FEI Number 13-3429949		Applied For Not Applicable	
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	
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 CT Corporation System 1200 So. Pine Island Road Plantation, FL 33324	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
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508, 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 607.0505, Florida Statutes.

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

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
11 TITLE NAME STREET ADDRESS CITY-STATE-ZIP <input type="checkbox"/> DELETE	11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY-STATE-ZIP <input type="checkbox"/> Change <input type="checkbox"/> Addition	21 TITLE 22 NAME 23 STREET ADDRESS 24 CITY-STATE-ZIP <input type="checkbox"/> Change <input type="checkbox"/> Addition	31 TITLE 32 NAME 33 STREET ADDRESS 34 CITY-STATE-ZIP <input type="checkbox"/> Change <input type="checkbox"/> Addition
11 TITLE NAME STREET ADDRESS CITY-STATE-ZIP <input type="checkbox"/> DELETE	11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY-STATE-ZIP <input type="checkbox"/> Change <input type="checkbox"/> Addition	21 TITLE 22 NAME 23 STREET ADDRESS 24 CITY-STATE-ZIP <input type="checkbox"/> Change <input type="checkbox"/> Addition	31 TITLE 32 NAME 33 STREET ADDRESS 34 CITY-STATE-ZIP <input type="checkbox"/> Change <input type="checkbox"/> Addition
11 TITLE NAME STREET ADDRESS CITY-STATE-ZIP <input type="checkbox"/> DELETE	11 TITLE 12 NAME 13 STREET ADDRESS 14 CITY-STATE-ZIP <input type="checkbox"/> Change <input type="checkbox"/> Addition	21 TITLE 22 NAME 23 STREET ADDRESS 24 CITY-STATE-ZIP <input type="checkbox"/> Change <input type="checkbox"/> Addition	31 TITLE 32 NAME 33 STREET ADDRESS 34 CITY-STATE-ZIP <input type="checkbox"/> Change <input type="checkbox"/> Addition
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14. I, the undersigned, 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 607, Florida Statutes; and that my name appears on Block 12 or 13 of this report.

SIGNATURE: **HOMES HOLDINGS CORPORATION**
 By: **Cynthia B. Eisch** Asst. Treasurer 3/25/97 (813)871-4273
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)

January 15, 1997

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HOMES HOLDINGS CORPORATION
1500 North Dale Mabry Highway
Tampa, Florida 33607

(Subsidiary of Walter Industries, Inc.)

Employer Identification Number 13-3429949

DIRECTORS:

Dean M. Fjelstul
Kenneth E. Hyatt
Robert W. Michael

OFFICERS:

TITLE:

Kenneth E. Hyatt	President
Dean M. Fjelstul	Vice President, Controller, and Chief Financial Officer
Donald M. Kurucz	Vice President, Treasurer and Assistant Secretary
Robert W. Michael	Vice President
Edward A. Porter	Secretary
Frank A. Hult	Assistant Secretary
Mary C. Snow	Assistant Secretary
Cynthia B. Eisch	Assistant Treasurer
Stephen H. Foxworth	Assistant Treasurer

Incorporated in Delaware September 8, 1987.

Registered Agent: The Corporation Trust Company
Corporation Trust Center
1209 Orange Street
Wilmington, DE 19801