

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

FILED
Feb 18 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P92000001378 (8)
1. Corporation Name
FT EQUITY CORP.

Principal Place of Business 8505 W IRLO BRONSON MEMORIAL HIGHWAY KISSIMMEE FL 34747-8201 US	Mailing Address 8505 W IRLO BRONSON MEMORIAL HIGHWAY KISSIMMEE FL 34747-8201 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 8505 W Irlo Bronson Mem Hwy Suite, Apt. #, etc. 22 City & State 23 Kissimmee, FL Zip 24 34747 Country 25 USA		2a. Mailing Address 26 8505 W Irlo Bronson Mem Hwy Suite, Apt. #, etc. 27 City & State 28 Kissimmee, FL Zip 29 34747 Country 30 USA		3. Date Incorporated or Qualified 10/30/1992	
		4. FEI Number 59-3159652		Applied For Not Applicable	
		5. Certificate of Status Desired <input checked="" 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 owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			

9. Name and Address of Current Registered Agent LOWER, BRIAN T 8505 WEST IRLO BRONSON MEMORIAL HIGHWAY KISSIMMEE FL 34747-8201		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 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. (SEE ATTACHED SHEET) ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PD	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILSON, C K JR.	1.2 NAME	
STREET ADDRESS	1629 WINCHESTER ROAD	1.3 STREET ADDRESS	
CITY - ST - ZIP	MEMPHIS TN	1.4 CITY - ST - ZIP	
TITLE	EVP	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	PETTEY, JOHN I	2.2 NAME	
STREET ADDRESS	1629 WINCHESTER ROAD	2.3 STREET ADDRESS	
CITY - ST - ZIP	MEMPHIS TN	2.4 CITY - ST - ZIP	
TITLE	VP	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	BARHAM R.	3.2 NAME	
STREET ADDRESS	1629 WINCHESTER ROAD	3.3 STREET ADDRESS	
CITY - ST - ZIP	MEMPHIS TN	3.4 CITY - ST - ZIP	
TITLE	T	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MCCLAIN, GARY	4.2 NAME	
STREET ADDRESS	1629 WINCHESTER ROAD	4.3 STREET ADDRESS	
CITY - ST - ZIP	MEMPHIS TN	4.4 CITY - ST - ZIP	
TITLE	D	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILSON, CAROLE W	5.2 NAME	
STREET ADDRESS	1629 WINCHESTER ROAD	5.3 STREET ADDRESS	
CITY - ST - ZIP	MEMPHIS TN	5.4 CITY - ST - ZIP	
TITLE	D	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WILSON, SPENCE	6.2 NAME	
STREET ADDRESS	1629 WINCHESTER ROAD	6.3 STREET ADDRESS	
CITY - ST - ZIP	MEMPHIS TN	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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *John H. Pelley, Jr.* 1/28/98 (901) 416-8801

CR2E034 (10/97)

**FT EQUITY
(FEI # 59-3159652)**

**1629 Winchester Road
Memphis, TN 38116**

C. Kemmons Wilson, Jr.	D/P
Spence Wilson	D
Carole Wilson West	D
John H. Pettey III	V/T
Barham R.	V
R.E. Wallin	S
William Batt	Asst. S
Amy Jarreau	Asst. S
Gary McClain	Asst. T

D=Director, C=Chairman, P=President, V=Vice President, S=Secretary, T=Treasurer,
Asst.=Assistant