

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

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Feb 27 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 # P93000005440 (1)

1. Corporation Name
BOYNTON BEACH FOOTACTION, INC.



Principal Place of Business 801 N. CONGRESS AVENUE BOYNTON BEACH FL 33425 US	Mailing Address 3940 PIPESTONE ROAD DALLAS TX 75212-6016 US
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3. Date Incorporated or Qualified 01/25/1993	3a. Date of Last Report 02/20/1996
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2. Principal Place of Business 21 Subc. Apt. #, etc. 22 City & State 23 Zip 24 Country	2a. Mailing Address 26 7880 BENT BRANCH DR. 27 Suite, Apt. #, etc. 27 #100 28 IRVING, TX 29 Zip 29 75063 30 Country 30 USA	4. FEI Number 65-0387036	Applied For 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

THE PRENTICE-HALL CORPORATION SYSTEM INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent

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

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	
TITLE	P	1.1 TITLE	P/D
NAME	PARKS, RALPH T	1.2 NAME	
STREET ADDRESS	3940 PIPESTONE ROAD	1.3 STREET ADDRESS	7880 BENT BRANCH DR. #100
CITY-ST-ZIP	DALLAS TX	1.4 CITY-ST-ZIP	IRVING, TX 75063
TITLE	V	2.1 TITLE	V/D
NAME	ALBERT, CHARLES M	2.2 NAME	
STREET ADDRESS	3940 PIPESTONE ROAD	2.3 STREET ADDRESS	7880 BENT BRANCH DR. #100
CITY-ST-ZIP	DALLAS TX	2.4 CITY-ST-ZIP	IRVING, TX 75063
TITLE	T	3.1 TITLE	T
NAME	ROACH, DONALD V	3.2 NAME	HOMER W. GREER
STREET ADDRESS	3049 PIPESTONE ROAD	3.3 STREET ADDRESS	7880 BENT BRANCH DR. #100
CITY-ST-ZIP	DALLAS TX	3.4 CITY-ST-ZIP	IRVING, TX 75063
TITLE	S	4.1 TITLE	
NAME	MAYER, MARK W	4.2 NAME	
STREET ADDRESS	3940 PIPESTONE RD	4.3 STREET ADDRESS	7880 BENT BRANCH DR. #100
CITY-ST-ZIP	DALLAS TX	4.4 CITY-ST-ZIP	IRVING, TX 75063
TITLE	D	5.1 TITLE	
NAME	BRENNAN, MICHAEL T	5.2 NAME	
STREET ADDRESS	1 THEALL ROAD	5.3 STREET ADDRESS	
CITY-ST-ZIP	RYE NY	5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		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 607, Florida Statutes; and that my name appears in Block 12 or Block 13 of this document, or on an attachment with an address.

SIGNATURE:  MARK W. MAYER 2-18-97 972-501-6000

CR2E034 (9/96)