

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

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PROFIT CORPORATION ANNUAL REPORT 1996		FLORIDA DEPARTMENT OF STATE Sandra B. Morham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # P93000060665 (5)			
1. Corporation Name Five Flags Holding Company			
Principal Place of Business Nine Greenway Plaza Houston TX 77046		Mailing Address 500 Renaissance Center Detroit MI 48243	
2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country	
3. Date Incorporated or Qualified 08-30-1993		3a. Date of Last Report 05-01-1995	
4. FEI Number 31-1389363		Applied For <input type="checkbox"/> 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	
7. 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 South 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 FL 85 Zip Code	
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			
TITLE NAME STREET ADDRESS CITY ST ZIP	<input type="checkbox"/> DELETE See Attached Schedule	13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY ST ZIP	<input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY ST ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY ST ZIP	<input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY ST ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY ST ZIP	<input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY ST ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY ST ZIP	<input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY ST ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY ST ZIP	<input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY ST ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition 400001884544 -07/05/96--01020-025 ***200.00
TITLE NAME STREET ADDRESS CITY ST ZIP	<input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY ST ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
14. I do hereby certify that the information required by this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information reflected in 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 addres.			
SIGNATURE: _____ SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		John C. Mills 04-30-96 (313) 496-0200 Assistant Treasurer	

CR2E034 (12/95)

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2-2

FIVE FLAGS HOLDING COMPANY

State of Florida
1996 Profit Corporation Annual Report

Item 12: Officers and Directors

<u>Name</u>	<u>Title</u>	<u>Address</u>	<u>City and State</u>
Cordes, James F.	C/CEO/D	Nine Greenway Plaza	Houston, TX 77046
Lietz, Richard A.	P/D	500 Renaissance Center	Detroit, MI 48243
Connelly, Jeffrey A.	D	500 Renaissance Center	Detroit, MI 48243
O'Toole, Austin M.	SV/S	Nine Greenway Plaza	Houston, TX 77046
Hesse, Coby C.	SV	Nine Greenway Plaza	Houston, TX 77046
Gullquist, Donald H.	SV	Nine Greenway Plaza	Houston, TX 77046
Johnson, William L.	VP/C	500 Renaissance Center	Detroit, MI 48243
Matthews, Ronald D.	VP/T	Nine Greenway Plaza	Houston, TX 77046
Shultz, Dale V.	AS	Nine Greenway Plaza	Houston, TX 77046
Mills, John C.	AT	500 Renaissance Center	Detroit, MI 48243

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