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Jun 03 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997	 FLORIDA DEPARTMENT OF STATE Sandra B. Morthof Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P95000025847 (1)

1. Corporation Name
RICHLUND CAPITAL, INC.



Principal Place of Business 3333 S. CONGRESS AVE SUITE 305A DELRAY BEACH FL 33445 US	Mailing Address 3333 S CONGRESS AVE SUITE 305A DELRAY BEACH FL 33445-7375 US	3. Date Incorporated or Qualified 03/29/1995	3a. Date of Last Report 01/24/1996
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2. Principal Place of Business 21 511 E. JOHN CARPENTER Suite, Apt. #, etc. FRM 22 Suite 610 City & State 23 Irving TX Zip 24 75062	2a. Mailing Address 26 720 Moorefield Park Dr. Suite, Apt. #, etc. 27 Suite 139 City & State 28 Richmond VA Zip 29 23236	30 USA	4. FEI Number 65-0569369	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 type="checkbox"/> No
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9. Name and Address of Current Registered Agent APPLEGATE, SCOTT 855 BOLENDER DR. DELRAY BEACH FL	10. Name and Address of New Registered Agent 81 Name BAKER CT Corporation System 82 Street Address (P.O. Box Number is Not Acceptable) 720 Moorefield Park Dr. 83 Suite 610 1200 South Pine Island Rd. 84 City Irving Plantation FL 85 Zip Code 33324
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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 *Vicky Goldstein* VICKY GOLDSTEIN
Special Assistant Secretary
DATE May 27, 1997

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P APPLEGATE, SCOTT W 855 BOLENDER DR DELRAY BEACH FL	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	P/C Scott W. Applegate 4701 Mill View Drive Collegville, TX 76034
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VS APPLEGATE, TONI 855 BOLENDER DR DELRAY BEACH FL	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	S Toni Applegate 4701 Mill View Drive Collegville, TX 76034
TITLE NAME STREET ADDRESS CITY-ST-ZIP	DVT JORDAN, DALE 4901 N. LINCOLN OKLAHOMA CITY OK	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP		4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	V KENNETH E. BAKER 6005 FOX CREST CR. MIDDLEBURY, VA 23122
TITLE NAME STREET ADDRESS CITY-ST-ZIP		5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	
TITLE NAME STREET ADDRESS 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 607, Florida Statutes; and that my name appears in Block 12 or Block 13, unchanged, or on an attachment with an address.

SIGNATURE *Kenneth E. Baker*

CR2E034 (9/96)