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Apr 28 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P96000003491 (3)

1. Corporation Name
RIDGE-WAY INVESTMENT COMPANY 1979 U.S.A., INC.

Principal Place of Business
15617 FRONT BEACH RD. #332
PANAMA CITY BEACH FL 32417

Mailing Address
15617 FRONT BEACH RD. #332
PANAMA CITY BEACH FL 32413-2505



2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 01/08/1996		3a. Date of Last Report	
21. Suite, Apt. #, etc.		26. Suite, Apt. #, etc.		4. FEI Number		Applied For <input checked="" type="checkbox"/> Not Applicable	
22. City & State		27. City & State		5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
23. Zip		28. Zip		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
24. Country		29. Country		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 MARGULES, JOEL 1809 LIENBY AVE PANAMA CITY FL 32405				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

Signature typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	P	DELETE		1.1 TITLE	Change	Addition	
NAME	CASTELLI, ANDREA			1.2 NAME			
STREET ADDRESS	15617 FRONT BEACH RD, #332			1.3 STREET ADDRESS			
CITY - ST - ZIP	PANAMA CITY BEACH FL 32417			1.4 CITY - ST - ZIP			
TITLE	VS	DELETE		2.1 TITLE	Change	Addition	
NAME	CASTELLI, ELIZABETH			2.2 NAME			
STREET ADDRESS	15617 FRONT BEACH RD, #332			2.3 STREET ADDRESS			
CITY - ST - ZIP	PANAMA CITY BEACH FL 32417			2.4 CITY - ST - ZIP			
TITLE	T	DELETE		3.1 TITLE	Change	Addition	
NAME	CASTELLI, ANDREA			3.2 NAME			
STREET ADDRESS	15617 FRONT BEACH RD, #332			3.3 STREET ADDRESS			
CITY - ST - ZIP	PANAMA CITY BEACH FL 32417			3.4 CITY - ST - ZIP			
TITLE		DELETE		4.1 TITLE	Change	Addition	
NAME				4.2 NAME			
STREET ADDRESS				4.3 STREET ADDRESS			
CITY - ST - ZIP				4.4 CITY - ST - ZIP			
TITLE		DELETE		5.1 TITLE	Change	Addition	
NAME				5.2 NAME			
STREET ADDRESS				5.3 STREET ADDRESS			
CITY - ST - ZIP				5.4 CITY - ST - ZIP			
TITLE		DELETE		6.1 TITLE	Change	Addition	
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 if changed, or on an attachment with an address.

SIGNATURE:

ELIZABETH CASTELLI 9/24/97

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Daytime Phone: 4

CR2E034 (9/96)