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May 14 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 # P96000004172 (8)

1. Corporation Name
EMERALD COAST HOLDINGS, INC.



Principal Place of Business
2605 THOMAS DRIVE
PANAMA CITY BEACH FL 32408

Mailing Address
2605 THOMAS DRIVE
PANAMA CITY BEACH FL 32408-6216

3. Date Incorporated or Qualified 01/12/1996	3a. Date of Last Report
4. FEI Number 59-3356914	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	

2. Principal Place of Business 21 7107 W. HIGHWAY 98 Suite, Apt. #, etc. 22 City & State 23 PANAMA CITY BEACH, FL Zip 24 32407	2a. Mailing Address 26 P.O. BOX 18439 Suite, Apt. #, etc. 27 City & State 28 PANAMA CITY BEACH, FL Zip 29 32417
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9. Name and Address of Current Registered Agent DURDEN, K. EARL 2605 THOMAS DRIVE PANAMA CITY BEACH FL 32408	10. Name and Address of New Registered Agent 81 Name JEREMY SHIELDS 82 Street Address (P.O. Box Number is Not Acceptable) 7107 W. HIGHWAY 98 83 P.O. BOX 18439 84 City PANAMA CITY BEACH FL 85 Zip Code 32407
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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 replacing agent)

12. OFFICERS AND DIRECTORS		13. ADDITIONAL OFFICERS AND DIRECTORS IN 12	
TITLE	<input type="checkbox"/> DELETE	1.1 TITLE	C
NAME		1.2 NAME	DUBOSE, TERRY
STREET ADDRESS		1.3 STREET ADDRESS	7107 WEST HIGHWAY 98
CITY-ST-ZIP		1.4 CITY-ST-ZIP	PANAMA CITY BEACH, FL 32407
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	V/C
NAME		2.2 NAME	DURDEN, K. EARL
STREET ADDRESS		2.3 STREET ADDRESS	2605 THOMAS DRIVE
CITY-ST-ZIP		2.4 CITY-ST-ZIP	PANAMA CITY BEACH, FL 32408
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	D
NAME		3.2 NAME	CASTLE, HARROLL
STREET ADDRESS		3.3 STREET ADDRESS	P.O. DRAWER 5649 N/A
CITY-ST-ZIP		3.4 CITY-ST-ZIP	DESTIN, FL 32540
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	D
NAME		4.2 NAME	COUNTS, STEVE
STREET ADDRESS		4.3 STREET ADDRESS	P.O. BOX 27279 N/A
CITY-ST-ZIP		4.4 CITY-ST-ZIP	PANAMA CITY BEACH, FL 32411
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	D
NAME		5.2 NAME	SIPPLE, HARRY B.
STREET ADDRESS		5.3 STREET ADDRESS	P.O. BOX 27067 N/A
CITY-ST-ZIP		5.4 CITY-ST-ZIP	PANAMA CITY BEACH, FL 32411
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	S
NAME		6.2 NAME	MADDEN, PATSY
STREET ADDRESS		6.3 STREET ADDRESS	7107 WEST HIGHWAY 98
CITY-ST-ZIP		6.4 CITY-ST-ZIP	PANAMA CITY BEACH, FL 32407

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: (904) 230-9800

CR2E034 (9/96)