

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

FILED

Apr 15 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 # P96000022975 (2)

1. Corporation Name
VICEROY GOLF CLUB, INC.



Principal Place of Business 12908 AIRWAY PANAMA CITY FL 32404	Mailing Address 12908 AIRWAY PANAMA CITY FL 32404
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3. Date Incorporated or Qualified 03/14/1996	3a. Date of Last Report
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2. Principal Place of Business 21 12908 Air Way Street Suite, Apt. #, etc.	2a. Mailing Address 26 12908 Air Way Street Suite, Apt. #, etc.	4. FEI Number 59-3371835	Applied For Not Applicable
22 City & State 23 Panama City, FL Zip Country 24 32404-2833 25 U.S.A.	27 City & State 28 Panama City, FL Zip Country 29 32404-2833 30 U.S.A.	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 YOUNG, JUDITH C 12908 AIRWAY PANAMA CITY FL 32404	10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 12908 Air Way Street 83 84 City FL 85 Zip Code 32404-2833
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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 reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE D	<input type="checkbox"/> DELETE	1.1 TITLE D/P	<input checked="" type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME YOUNG, DAVID F		1.2 NAME Young, David F.	
STREET ADDRESS 1500 SAN REMO AVE., STE. 245		1.3 STREET ADDRESS 12908 Air Way Street	
CITY-ST-ZIP CORAL GABLES FL 33146-3054		1.4 CITY-ST-ZIP Panama City, FL 32404-2833	
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE V/S	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		2.2 NAME Young, Judith C.	
STREET ADDRESS		2.3 STREET ADDRESS 12908 Air Way Street	
CITY-ST-ZIP		2.4 CITY-ST-ZIP Panama City, FL 32404-2833	
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE V/T	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME		3.2 NAME Hughey, Bonnie J.	
STREET ADDRESS		3.3 STREET ADDRESS 1500 San Remo Avenue, Suite 239	
CITY-ST-ZIP		3.4 CITY-ST-ZIP Coral Gables, FL 33146-3047	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> 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 registered agent empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if listed, person appointed with an address.

SIGNATURE  REQUIRED 3/5/97 (904) 871-4616

David P. Young, President/Director

CR2E034 (9/96)