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FILED
Apr 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
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DOCUMENT # P96000027760 (3)

1. Corporation Name
ERBAUGH'S AUTO FITNESS, INC.



Principal Place of Business 10300-1 BEACH BLVD. JACKSONVILLE FL 32216	Mailing Address 10300-1 BEACH BLVD. JACKSONVILLE FL 32246-3649
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2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified 03/25/1996	3a. Date of Last Report NONE
21 Suite, Apt. #, etc.	26 10300-1 BEACH BLVD.	4. FEI Number 59-3377421	Applied For Not Applicable		
22 City & State	27 JACKSONVILLE, FL	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required		
23 Zip	28 32216	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees		
24 Country	29 FL	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		10. Name and Address of New Registered Agent	
ERBAUGH, BRIAN 10300-1 BEACH BLVD. JACKSONVILLE FL 32216		81 Name	85 Zip Code
		82 Street Address (P.O. Box Number is Not Acceptable)	
		83	
		84 City	FL

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	1.1 TITLE	D
NAME	ERBAUGH, BRUCE	1.2 NAME	ERBAUGH, BRUCE
STREET ADDRESS	9984 HAWK HOLLOW ROAD	1.3 STREET ADDRESS	9914 HAWK HOLLOW RD.
CITY-ST-ZIP	JACKSONVILLE FL 32257	1.4 CITY-ST-ZIP	JACKSONVILLE, FL 32257
TITLE	D	2.1 TITLE	S
NAME	ERBAUGH, DANNY	2.2 NAME	ERBAUGH, DANNY
STREET ADDRESS	11225 SHADY GLEN DRIVE	2.3 STREET ADDRESS	3875 BURNETT PARK RD.
CITY-ST-ZIP	JACKSONVILLE FL 32257	2.4 CITY-ST-ZIP	JACKSONVILLE, FL 32257
TITLE	D	3.1 TITLE	V
NAME	ERBAUGH, DIANNE	3.2 NAME	ERBAUGH, DIANNE
STREET ADDRESS	9983 JEANETTE ROAD	3.3 STREET ADDRESS	9983 JEANETTE RD.
CITY-ST-ZIP	JACKSONVILLE FL 32246	3.4 CITY-ST-ZIP	JACKSONVILLE, FL 32246
TITLE	D	4.1 TITLE	P
NAME	ERBAUGH, BRIAN	4.2 NAME	ERBAUGH, BRIAN
STREET ADDRESS	9983 JEANETTE ROAD	4.3 STREET ADDRESS	9983 JEANETTE RD.
CITY-ST-ZIP	JACKSONVILLE FL 32246	4.4 CITY-ST-ZIP	JACKSONVILLE, FL 32246
TITLE	D	5.1 TITLE	T
NAME	ERBAUGH, SHANN	5.2 NAME	ERBAUGH, SHANN
STREET ADDRESS	9914 HAWK HOLLOW ROAD	5.3 STREET ADDRESS	9914 HAWK HOLLOW RD.
CITY-ST-ZIP	JACKSONVILLE FL 32257	5.4 CITY-ST-ZIP	JACKSONVILLE, FL 32257
TITLE	D	6.1 TITLE	
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:  **4/8/97** **904-642-0333**

CR2E034 (9/96)