

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

FILED
Feb 02 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P96000072856 (3)
 1. Corporation Name
PREMIUM SPORTS, INC.

Principal Place of Business 7400 CAHABA VALLEY RD. BIRMINGHAM AL 35242	Mailing Address 7400 CAHABA VALLEY RD. BIRMINGHAM AL 35242
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		4. FEI Number 59-3428271		Applied For Not Applicable	
21	22	25	26	5. Certificate of Status Desired <input type="checkbox"/>		\$8.75 Additional Fee Required	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
23 City & State		27 City & State		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
24 Zip	25 Country	29 Zip	30 Country				

9. Name and Address of Current Registered Agent C T CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324				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 607.1506, 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	P GASSER, JOHN <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	7400 CAHABA VALLEY RD.	1.2 NAME	
STREET ADDRESS	BIRMINGHAM AL 35242	1.3 STREET ADDRESS	
CITY-ST-ZIP		1.4 CITY-ST-ZIP	
TITLE	CEO <input type="checkbox"/> DELETE	2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RUTTENBERG, HAROLD	2.2 NAME	
STREET ADDRESS	7400 CAHABA VALLEY RD.	2.3 STREET ADDRESS	
CITY-ST-ZIP	BIRMINGHAM AL 35242	2.4 CITY-ST-ZIP	
TITLE	EVP <input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	TYRA, ERIC L.	3.2 NAME	
STREET ADDRESS	7400 CAHABA VALLEY RD.	3.3 STREET ADDRESS	
CITY-ST-ZIP	BIRMINGHAM AL 35242	3.4 CITY-ST-ZIP	
TITLE	EVPS <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	WYNNE, SCOTT	4.2 NAME	
STREET ADDRESS	7400 CAHABA VALLEY RD.	4.3 STREET ADDRESS	
CITY-ST-ZIP	BIRMINGHAM AL 35242	4.4 CITY-ST-ZIP	
TITLE	EVP <input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	RUTTENBERG, DON-ALLEN	5.2 NAME	
STREET ADDRESS	7400 CAHABA VALLEY RD.	5.3 STREET ADDRESS	
CITY-ST-ZIP	BIRMINGHAM AL 35242	5.4 CITY-ST-ZIP	
TITLE	EVP <input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GILBURNE, ADAM	6.2 NAME	
STREET ADDRESS	7400 CAHABA VALLEY RD.	6.3 STREET ADDRESS	
CITY-ST-ZIP	BIRMINGHAM AL 35242	6.4 CITY-ST-ZIP	

14. I 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: *Eric L. Tyra* **ERIC L. TYRA** 1/8/98 205-408-3000

CH2E034 (10/97)

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CORPORATE OFFICERS & DIRECTORS													
Name		Title		Residential address									S.S. Number
Last	First	MI		Street	City	County	State	ZIP	Home Phone				
Ruttenberg	Harold		Exec. Chairman/C. E. O.	3421 Oak Canyon Drive	Birmingham	Jefferson	AL	35223	(205)408-3000		420-08-3112		
Tyra	Eric		Exec. Vice Pres/C. F. O.	605 High Hampton Drive	Marinez,	Richmond	GA	30907	(205)408-3000		085-40-6531		
Wynne	Scott		Exec. V.P./ Secretary	151 West Green	Birmingham	Jefferson	AL	35243	(205)969-1318		141-56-5944		
Ruttenberg	Don-Allen		Exec. Vice President	3618 Dunbarton Drive	Birmingham	Jefferson	AL	35223	(205)408-3000		416-1-6098		
Gilburne	Adam		Exec. Vice President	5104 Greystone Way	Birmingham	Jefferson	AL	35242	(205)970-2375		551-08-4716		
Starr, Sr	Bart		Director	1400 Urban Center Dr.	Birmingham	Jefferson	AL	35242	(205)408-3000				
Lazarus	Michael	P.	Director	343 Sansome Street	San Francisco	San Francisco	CA	94104	(205)408-3000				
Haines	Randall	L.	Director	15 South 20th Street	Birmingham	Jefferson	AL	35233	(205)408-3000				
Bellet	David	F.	Director	60 East 42nd St. Ste:3405	New York	New York	NY	10165	(205)408-3000				
Wabler	Robert	C.	Director	7400 Cahaba Valley Rd	Birmingham	Jefferson	AL	35242	(205)408-3000				