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May 01 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 # P96000074358 (8)

1. Corporation Name  
SOUTHFORK HOLDINGS, INC.

Principal Place of Business  
204 SARASOTA QUAY  
SARASOTA FL 34236

Mailing Address  
204 SARASOTA QUAY  
SARASOTA FL 34236-4843



3. Date Incorporated or Qualified 09/04/1996  
3a. Date of Last Report

2. Principal Place of Business		2a. Mailing Address		4. FEI Number		Applied For	
21		26		65-0701430		Not Applicable	
Suite, Apt. #, etc.		Suite, Apt. #, etc.		5. Certificate of Status Desired		8.75 Additional Fee Required	
22		27		A			
City & State		City & State		6. Election Campaign Financing		5.00 May Be Added to Fees	
23		28		Trust Fund Contribution		B	
Zip		Zip		8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes		C Yes D No	
24		29		34228		30 USA	

9. Name and Address of Current Registered Agent

BARTLETT, CHARLES J  
2033 MAIN STREET  
SUITE 600  
SARASOTA FL 34237

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	D	1.1 TITLE	Change Addition
NAME	LANOUE, DENIS	1.2 NAME	
STREET ADDRESS	204 SARASOTA QUAY	1.3 STREET ADDRESS	824 EVERGREEN PL
CITY- ST- ZIP	SARASOTA FL 34236	1.4 CITY- ST- ZIP	LONGBOAT KEY, FL 34228
TITLE		2.1 TITLE	Change Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY- ST- ZIP		2.4 CITY- ST- ZIP	
TITLE		3.1 TITLE	Change Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY- ST- ZIP		3.4 CITY- ST- ZIP	
TITLE		4.1 TITLE	Change Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY- ST- ZIP		4.4 CITY- ST- ZIP	
TITLE		5.1 TITLE	Change Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY- ST- ZIP		5.4 CITY- ST- ZIP	
TITLE		6.1 TITLE	Change Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	900002169579
CITY- ST- ZIP		6.4 CITY- ST- ZIP	-05/07/97--01059--070

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 in an attachment with an address.

SIGNATURE: *D Lanoue* REQUIRED  
Signature and typed or printed name of signing officer or director  
Date April 6 / 97 Daytime Phone # 941-397-0246

CR2E034 (9/96)